

MARVEL

CAPTAIN AMERICA



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ANNIVERSARY SPECIAL**

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CAPTAIN AMERICA #1
"OUT OF TIME PART 1"



<WE CAUGHT **THIS ONE**
TRYING TO BREACH
THE PERIMETER FENCE
TO THE NORTH,
GENERAL LUKIN.>

<...UHHH...
WHAT IS...?>



<THE **NEURAL
BLASTERS**
TOOK HIM
DOWN JUST AS
EXPECTED.>

...UHHN...

FORGIVE THE **INTERRUPTION**,
HERR SKULL...THIS WILL ONLY
TAKE A **MOMENT**, AND THEN
WE CAN GET TO OUR
BUSINESS.



DON'T
APOLOGIZE, GENERAL...I'M
ALWAYS HAPPY TO WAIT WHEN
ENTERTAINMENT IS PROVIDED.

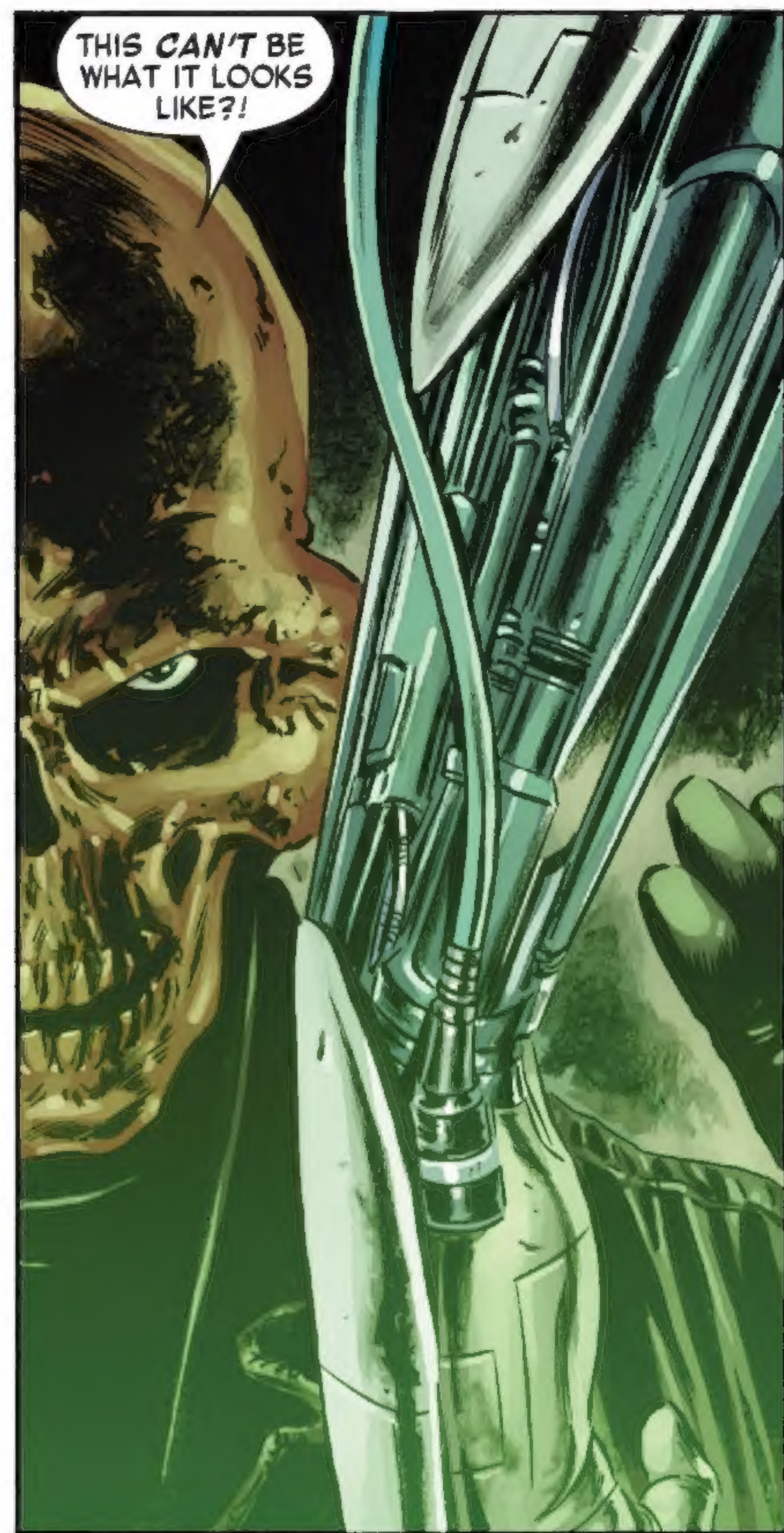
KEEP YOUR
SATISFACTION
TO YOURSELF,
SADIST.

WHAT
I DO HERE,
I TAKE NO
JOY IN.











 **THE PRESENT DAY—
NEW YORK CITY**



THE CUBE IS MINE AGAIN,
AFTER SO MANY YEARS OF
SEARCHING AND WAITING...



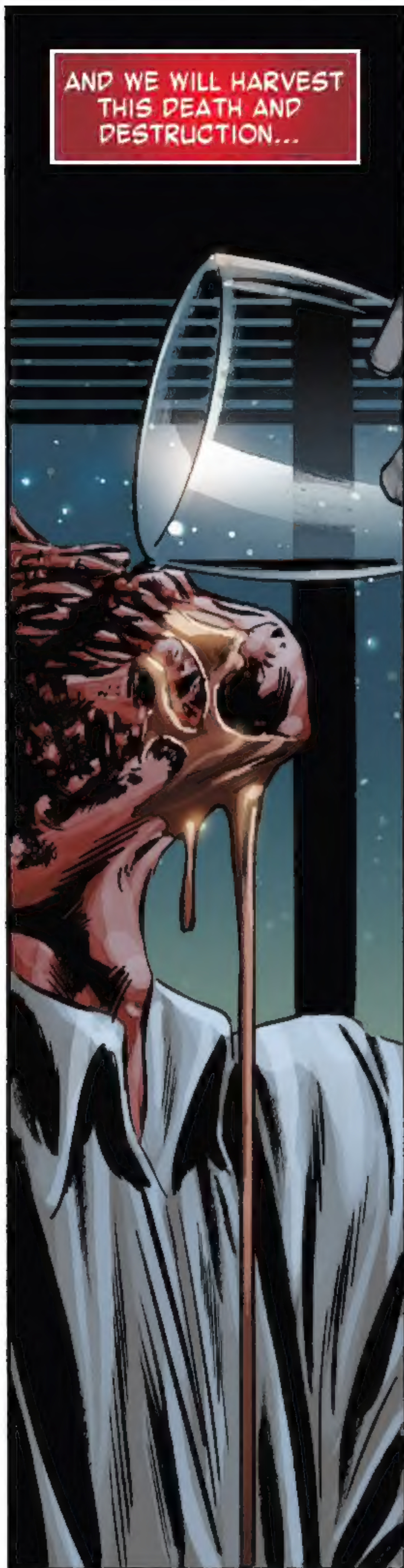
...AND THIS TIME
IT WON'T GO
TO WASTE.



BECAUSE THIS
TIME MY PLANS
ARE LAID OUT
PERFECTLY.



JUST A FEW HOURS
MORE TO GO UNTIL
MIDNIGHT, AND
THEN PARIS, LONDON,
AND, OF COURSE,
MANHATTAN...WILL
ALL BURN FOR ME.



AND WE WILL HARVEST
THIS DEATH AND
DESTRUCTION...



AND TRANSMUTE
IT INTO ENERGY...



...TO FILL THIS
IMPERFECT
COSMIC CUBE,
MELDED
TOGETHER FROM
SHARDS OF THE
ONES THAT WERE
TAKEN FROM ME...



...OR EVEN
SHATTERED IN
MY OWN HANDS
BY HIM.

STEVE ROGERS...
CAPTAIN AMERICA.



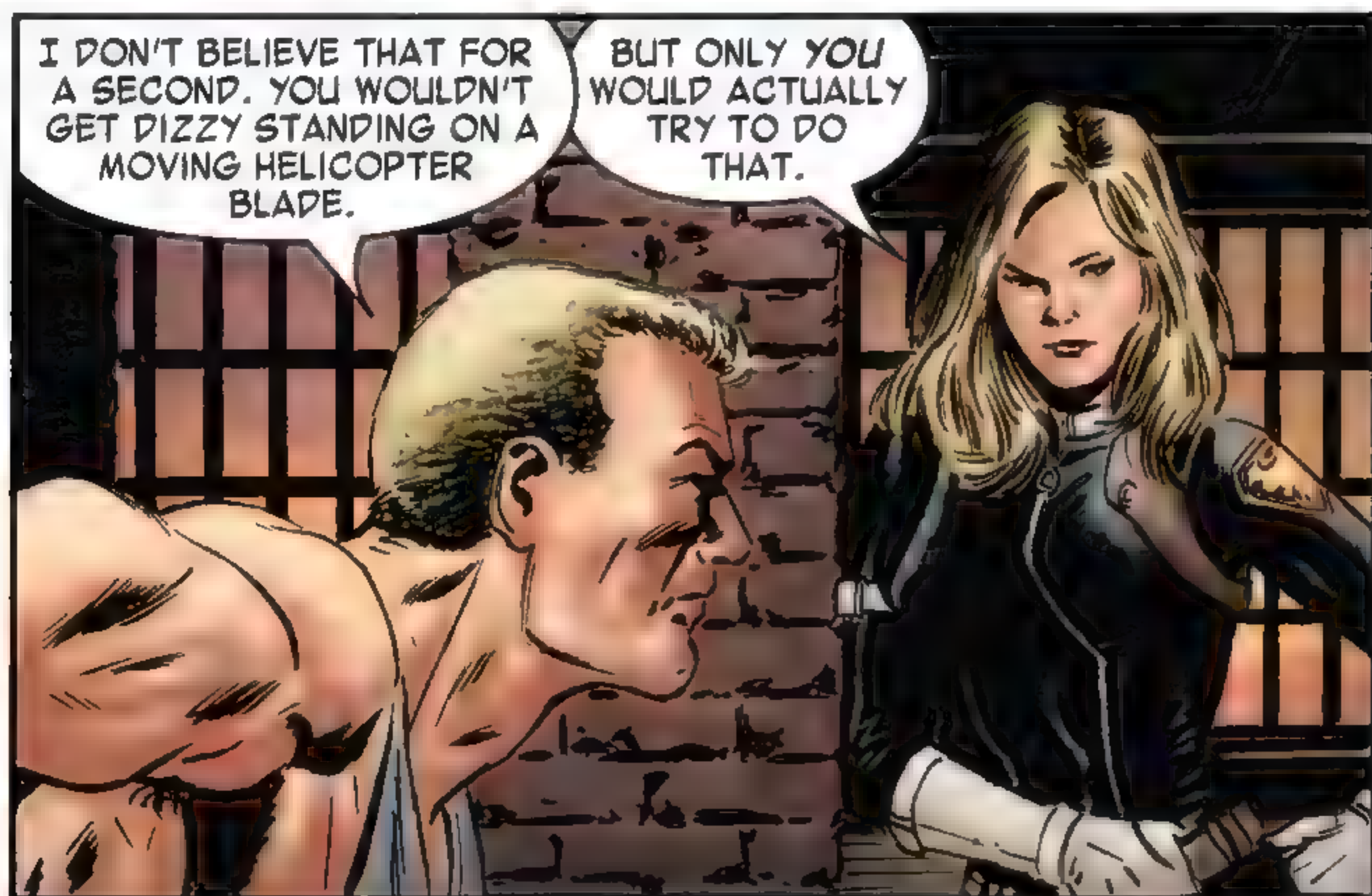
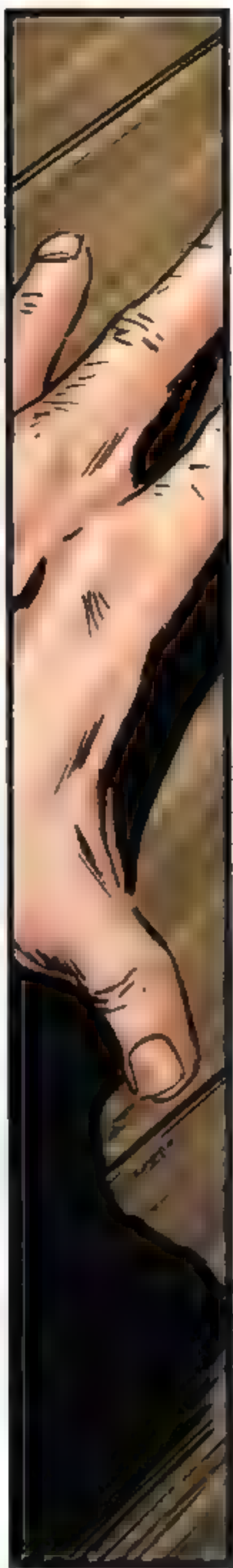
THIS NIGHT IS ESPECIALLY
FOR YOU, ROGERS, WHICH IS
WHY I'VE GOT A RINGSIDE
SEAT TO WATCH THIS
CITY YOU LOVE DIE.

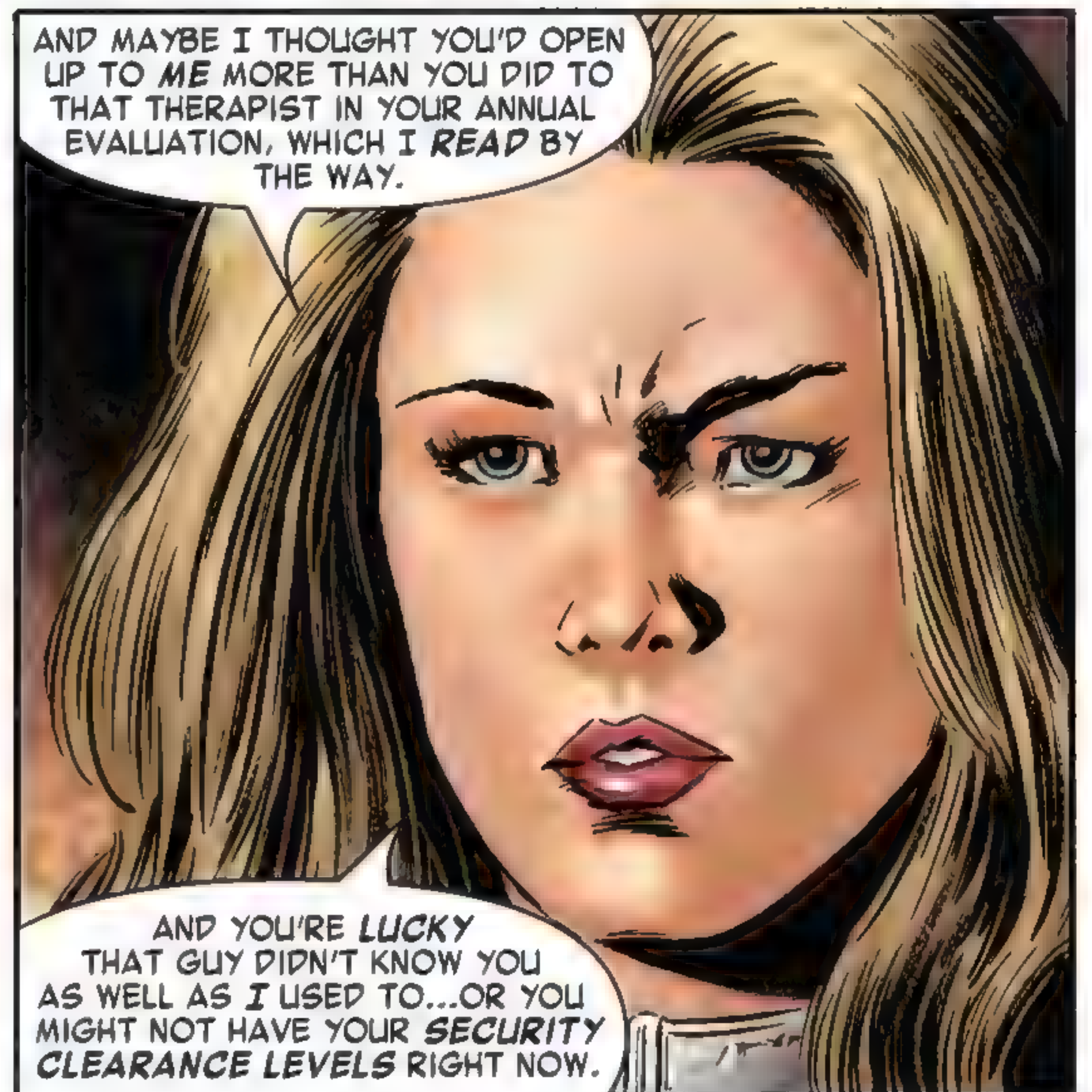
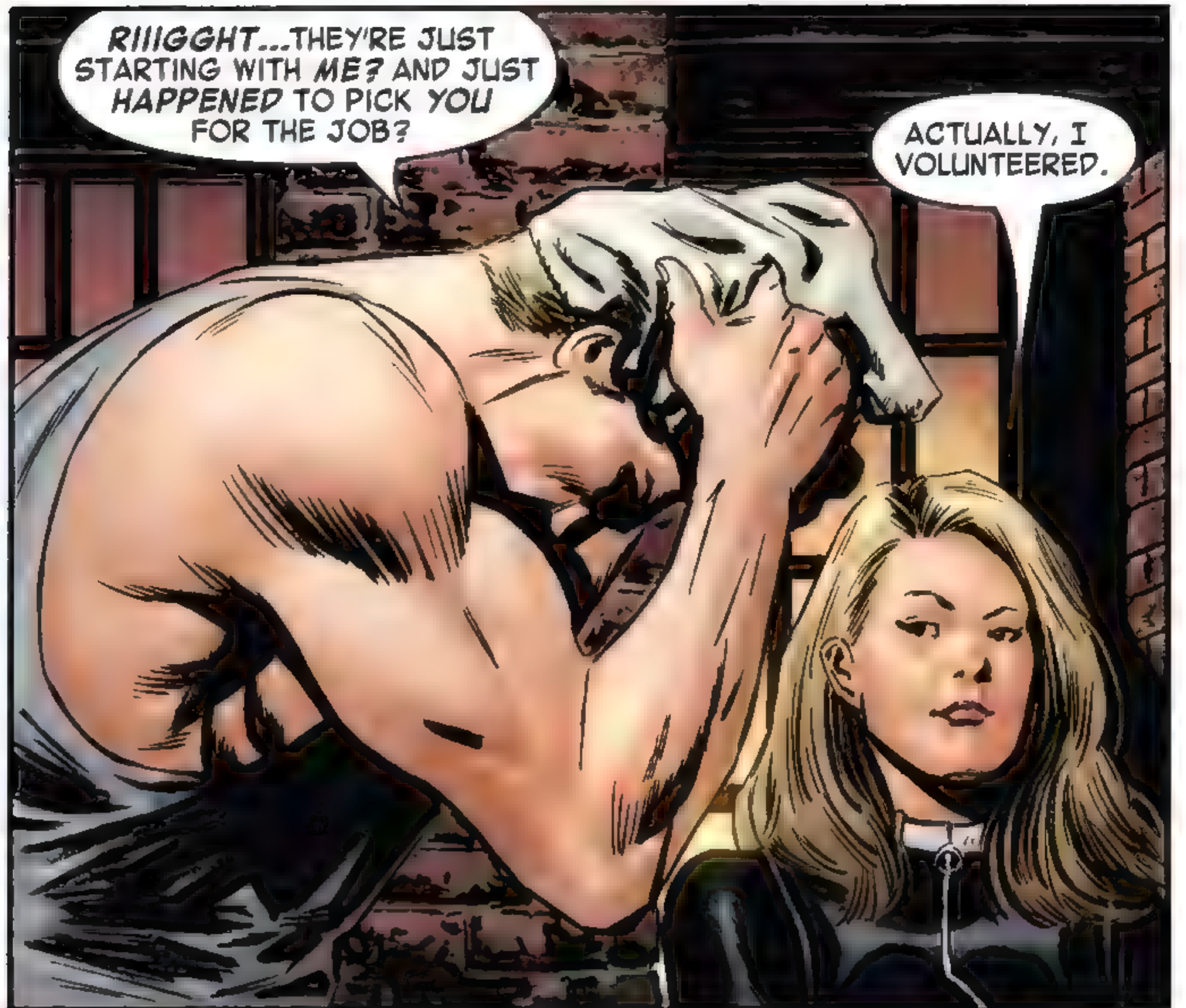


BUT THEN, I'VE HAD
MONTHS TO PREPARE,
LYING IN A CELL AND
STARING AT BLANK WALLS...

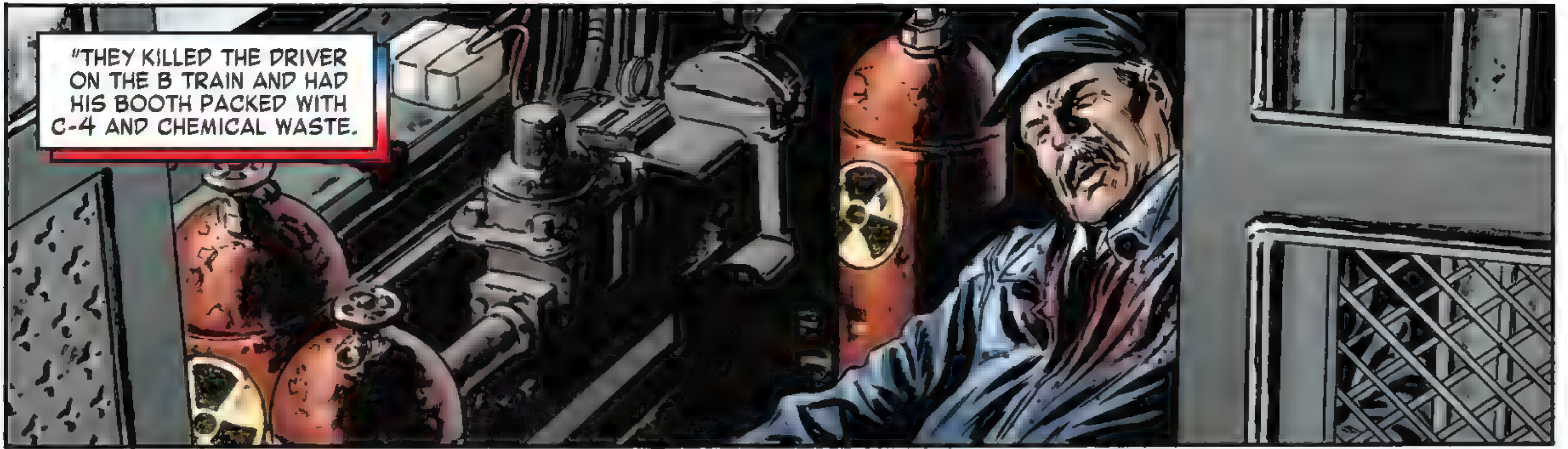








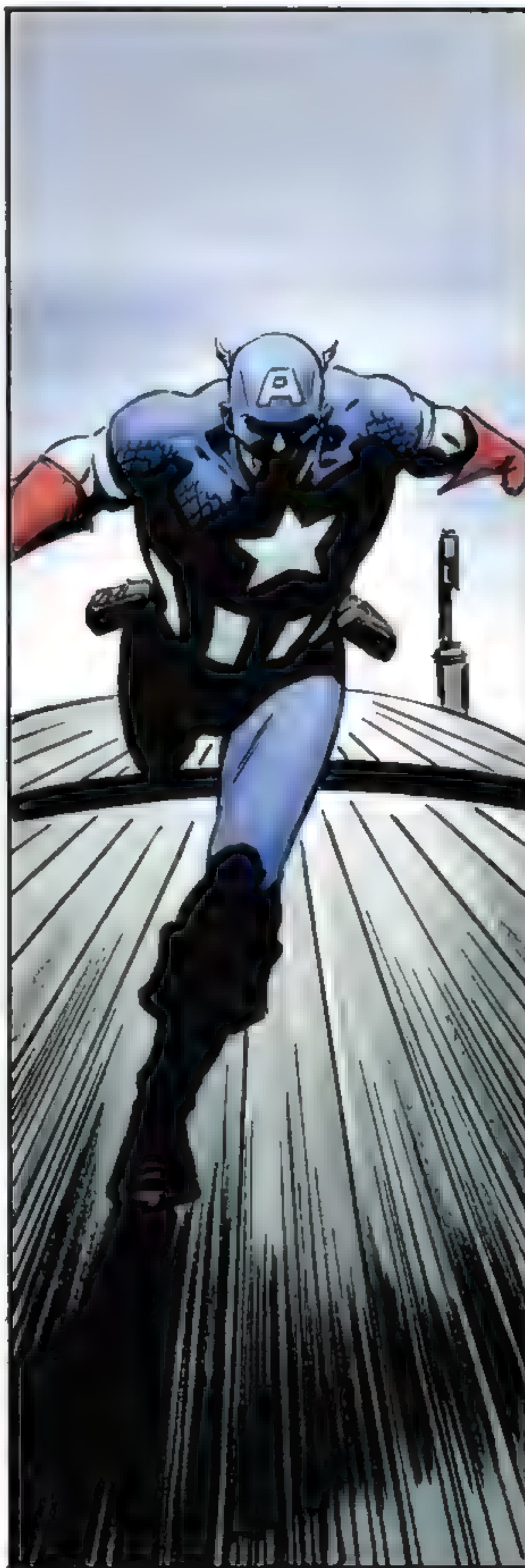




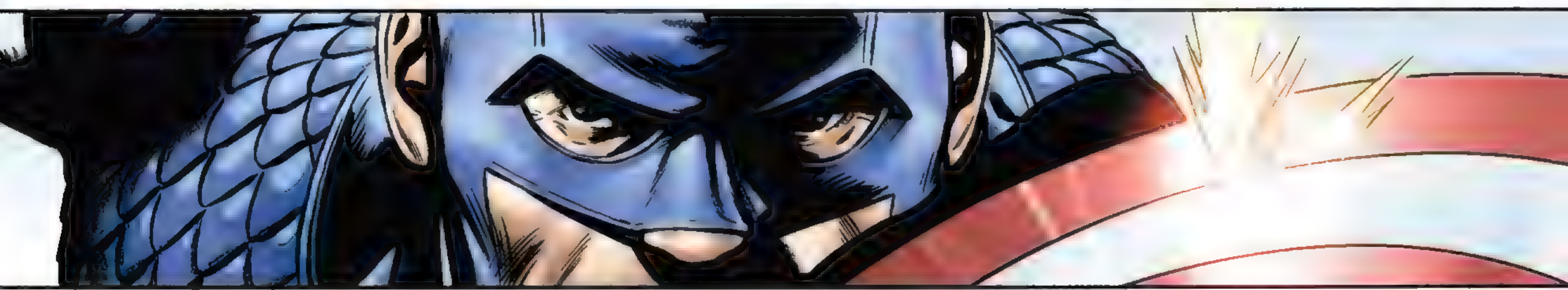
"THEY KILLED THE DRIVER
ON THE B TRAIN AND HAD
HIS BOOTH PACKED WITH
C-4 AND CHEMICAL WASTE."

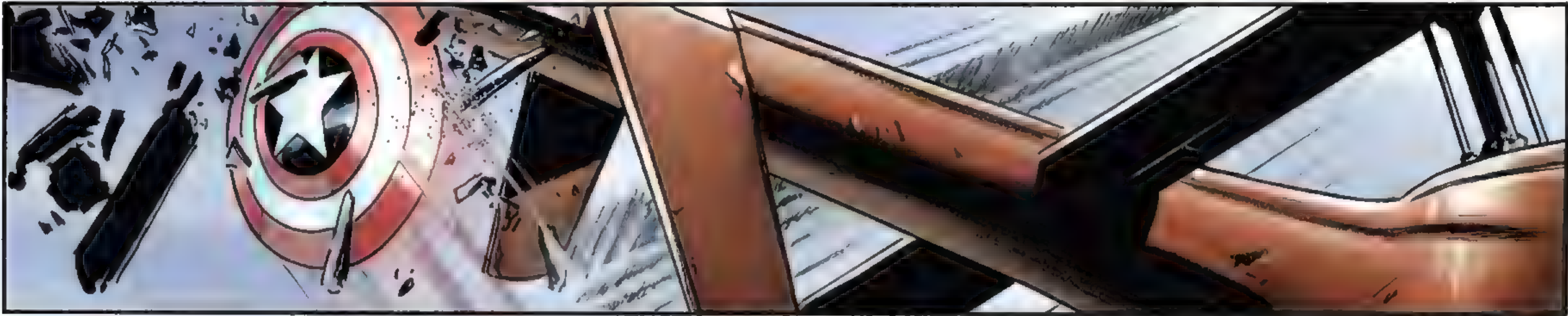
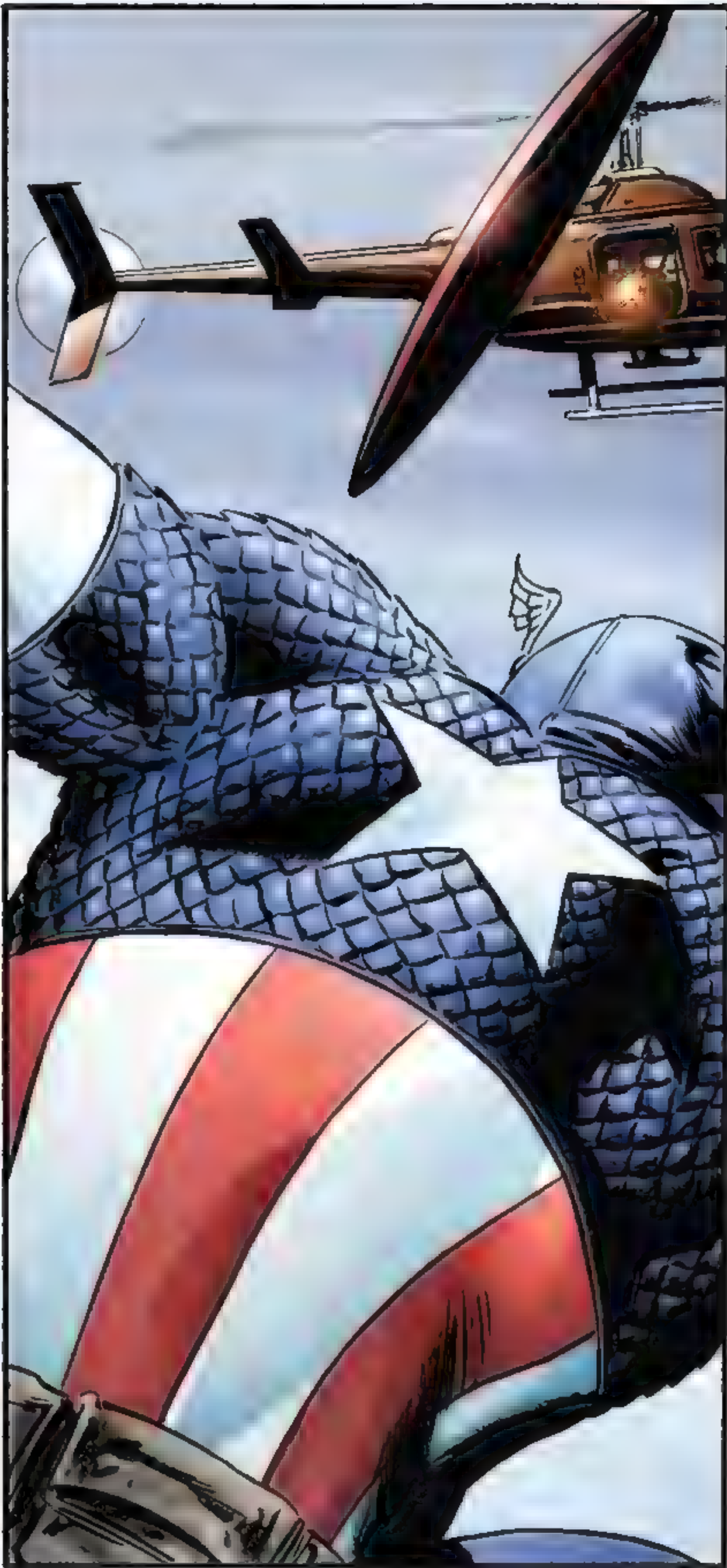
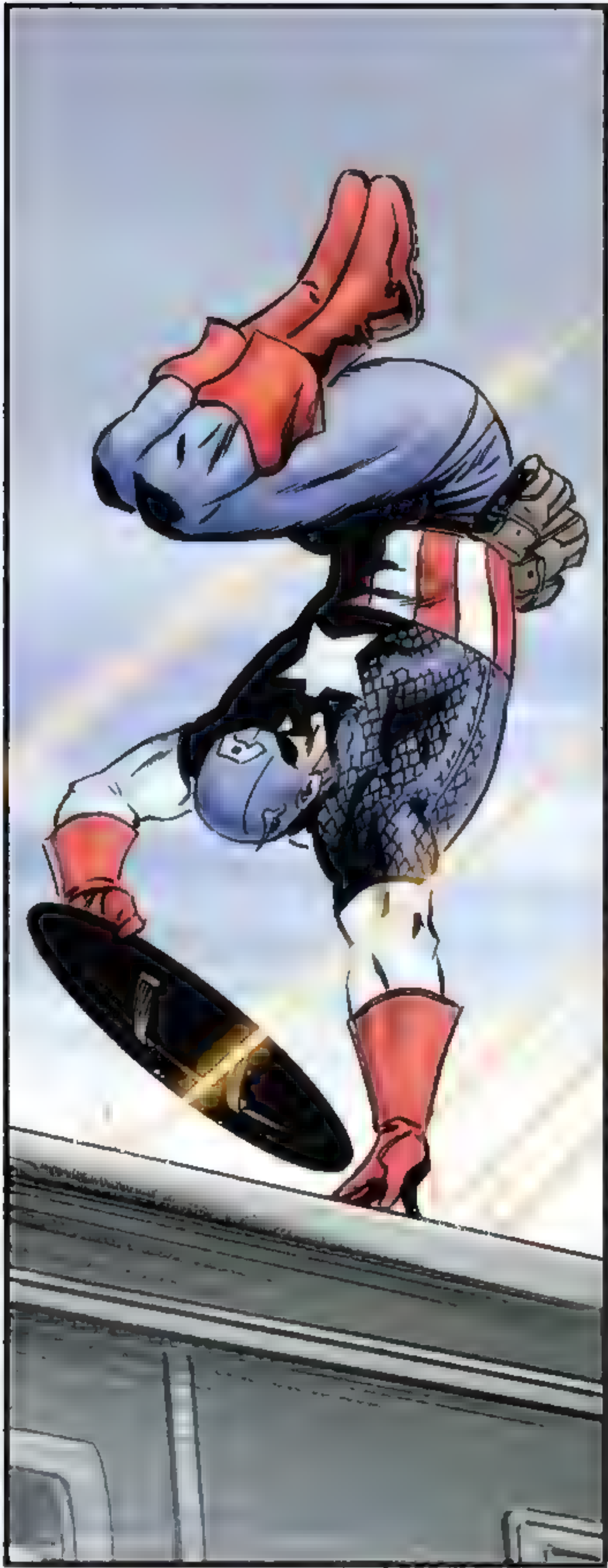


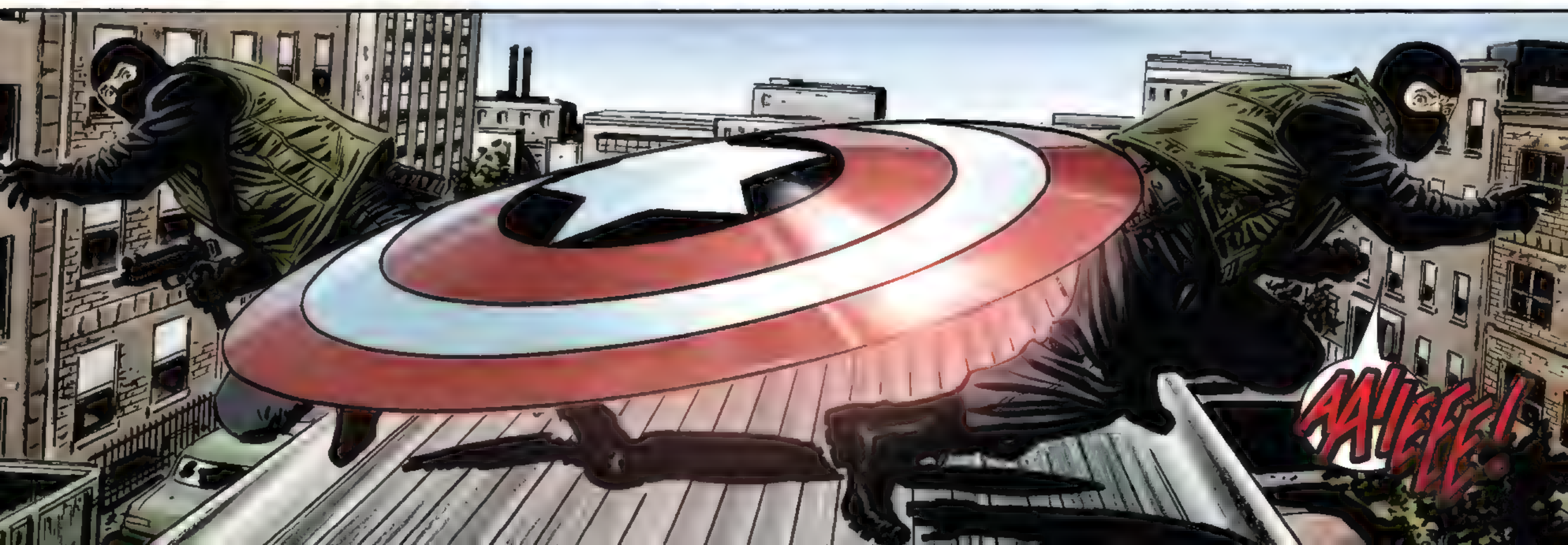
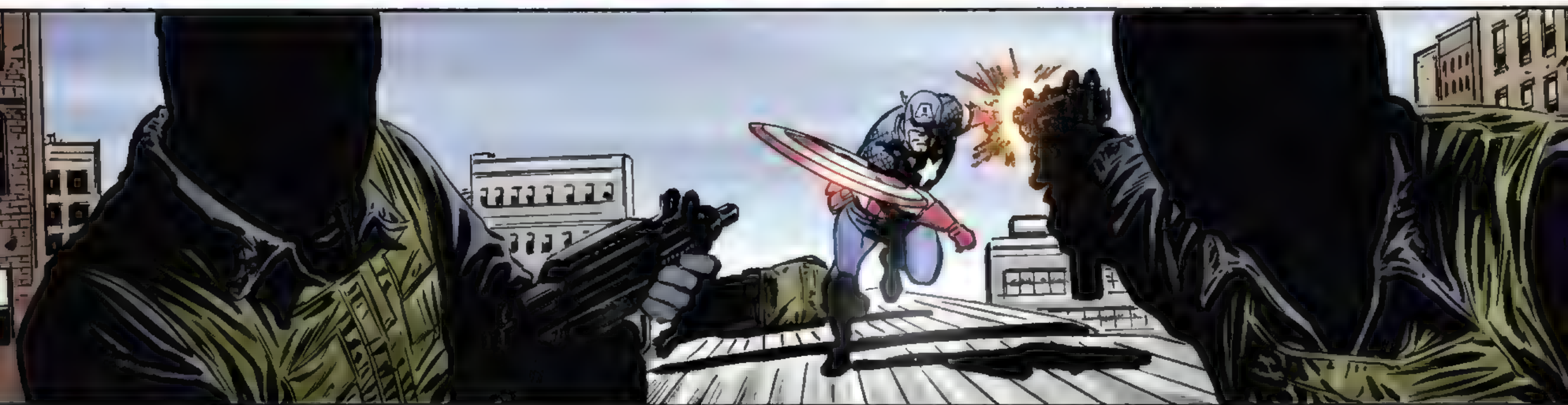
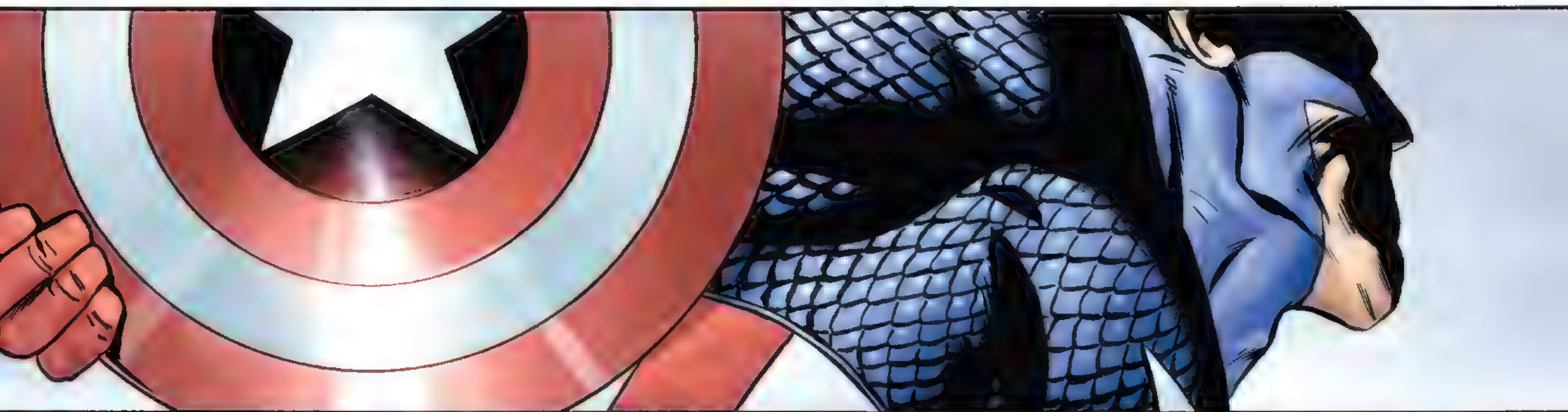
"THEY WERE GOING TO
SET OFF A DIRTY BOMB
AT THE END OF THE LINE
AND TURN CONEY ISLAND
INTO A WASTELAND."

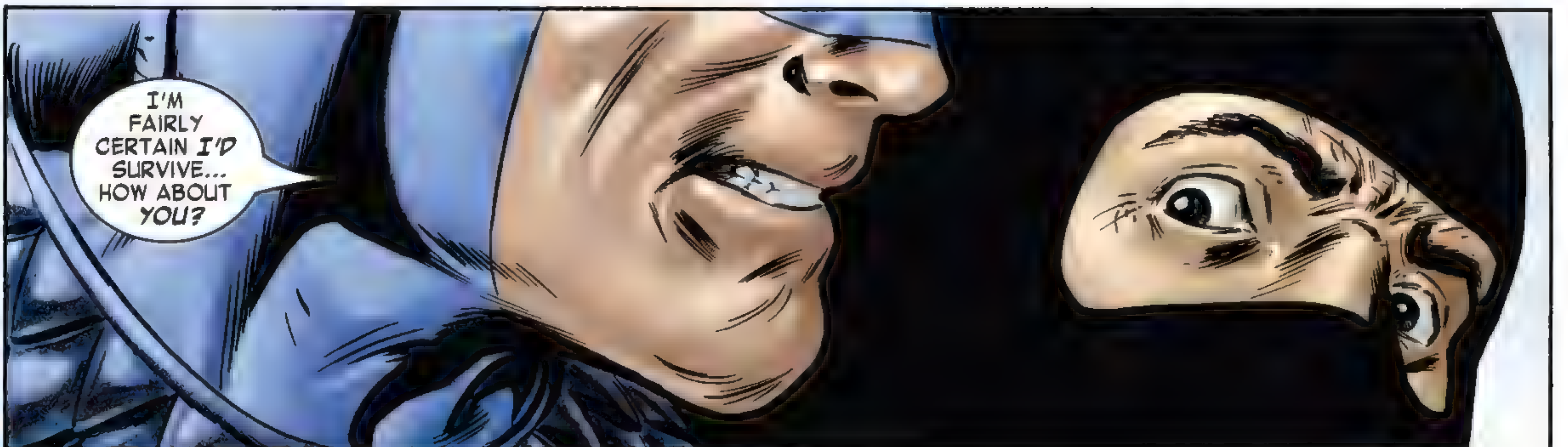
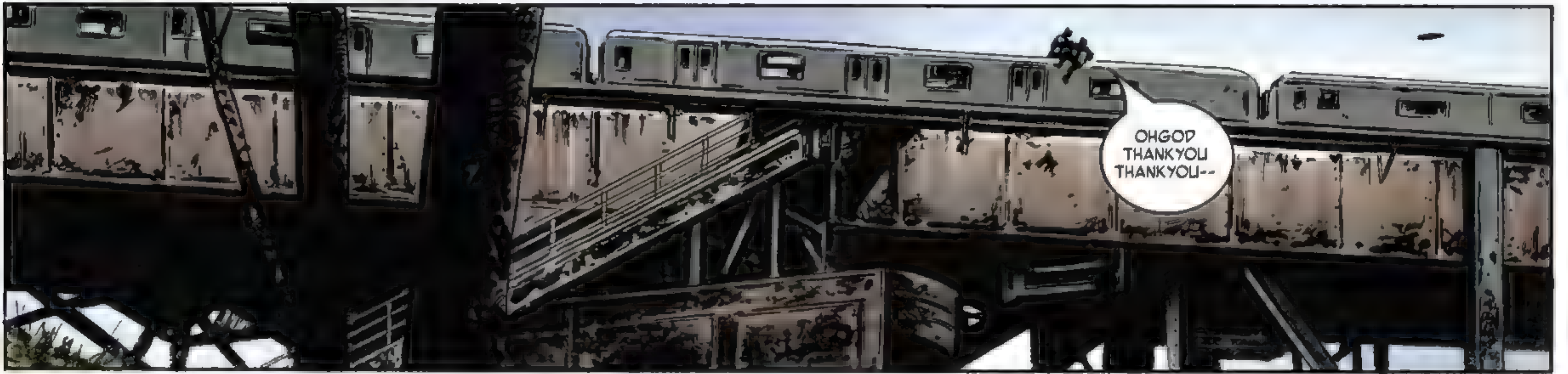


GET
HIM!











--RECKLESS, TAKING RISKS LIKE THAT. WE GOT INCREDIBLY LUCKY THAT COPTER WENT DOWN IN THE RIVER.

IT WASN'T LUCK, AND IT WASN'T RECKLESS. I GOT THE JOB DONE.

YES, AND YOU BROKE FOUR BONES IN ONE SUSPECT'S FACE, PUTTING HIM INTO A COMA, WHILE TWO OTHERS DIED FALLING FROM THAT TRAIN...

...ONE OF WHOM LANDED ON A MINIVAN AND CAUSED FOUR OTHER SERIOUS INJURIES.

YOU'RE RIGHT, SHARON, I SHOULD'VE JUST LET THEM BLOW UP THE TRAIN. THAT WOULD'VE BEEN BETTER.



THAT'S NOT WHAT I MEANT AND YOU KNOW IT.



LOOK, STEVE, I KNOW IT'S DIFFERENT NOW. I KNOW IT'S A NEW WORLD. I'M ON THE FRONT LINES IN IT, JUST LIKE YOU ARE.

BUT THE MAN I KNEW DIDN'T HIT THAT HARD UNLESS HE HAD TO.



IT SEEMS TO ME THAT EVER SINCE THE RED SKULL ESCAPED LAST MONTH, YOU'VE BEEN MORE ON EDGE. MORE VIOLENT.



YOU KNOW WHAT
I SEE WHEN I
DREAM,
SHARON?

"I SEE THE
WAR. MY WAR.

"AFTER ALL THIS TIME,
I STILL DREAM ABOUT
FOXHOLES IN THE
BLACK FOREST...

"STILL HEAR
THE SCREAMS
OF TERRIFIED
SOLDIERS, SMELL
THEIR BLOOD
AND TEARS...



"I STILL DREAM
ABOUT BUCKY.
HIM AND ALL
THE OTHERS I
COULDN'T SAVE..."



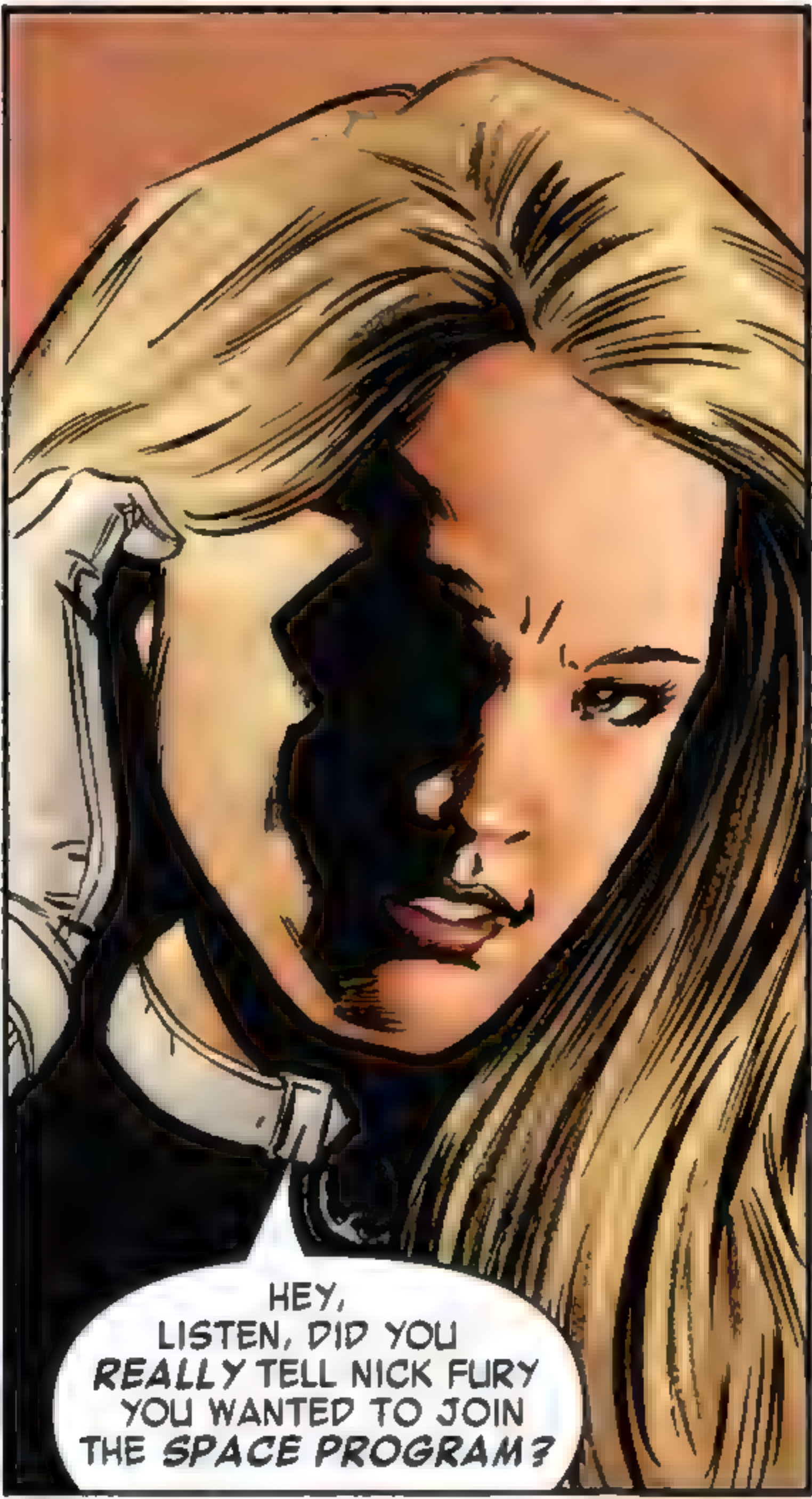
IT HARDLY SEEMS FAIR, AFTER SO MUCH TIME HAS PASSED IN THE WORLD, THAT IN MY DREAMS IT'S STILL 1944.

STEVE...
IT'S OKAY, YOU DON'T HAVE TO SAY ANYTHING.



I REALLY AM FINE, SHARON...IT'S JUST BEEN A ROUGH COUPLE OF MONTHS.

I KNOW...



HEY, LISTEN, DID YOU REALLY TELL NICK FURY YOU WANTED TO JOIN THE SPACE PROGRAM?



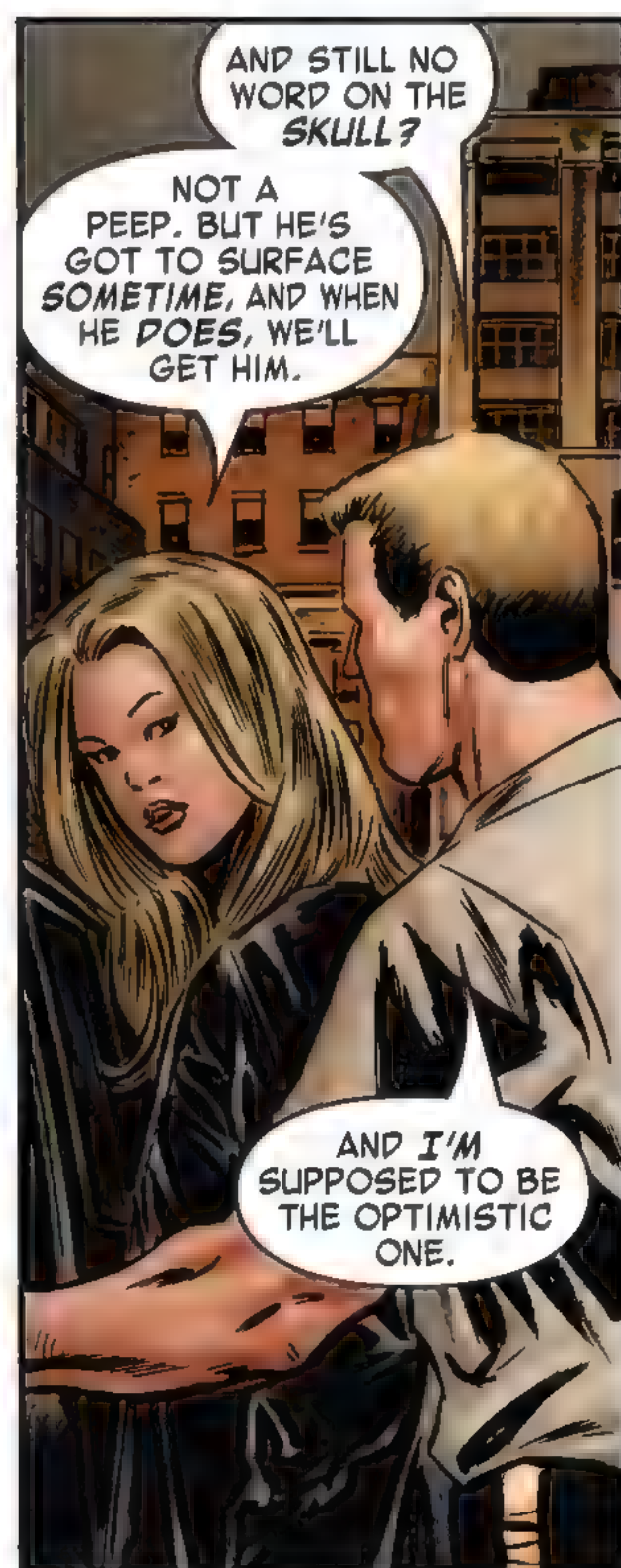
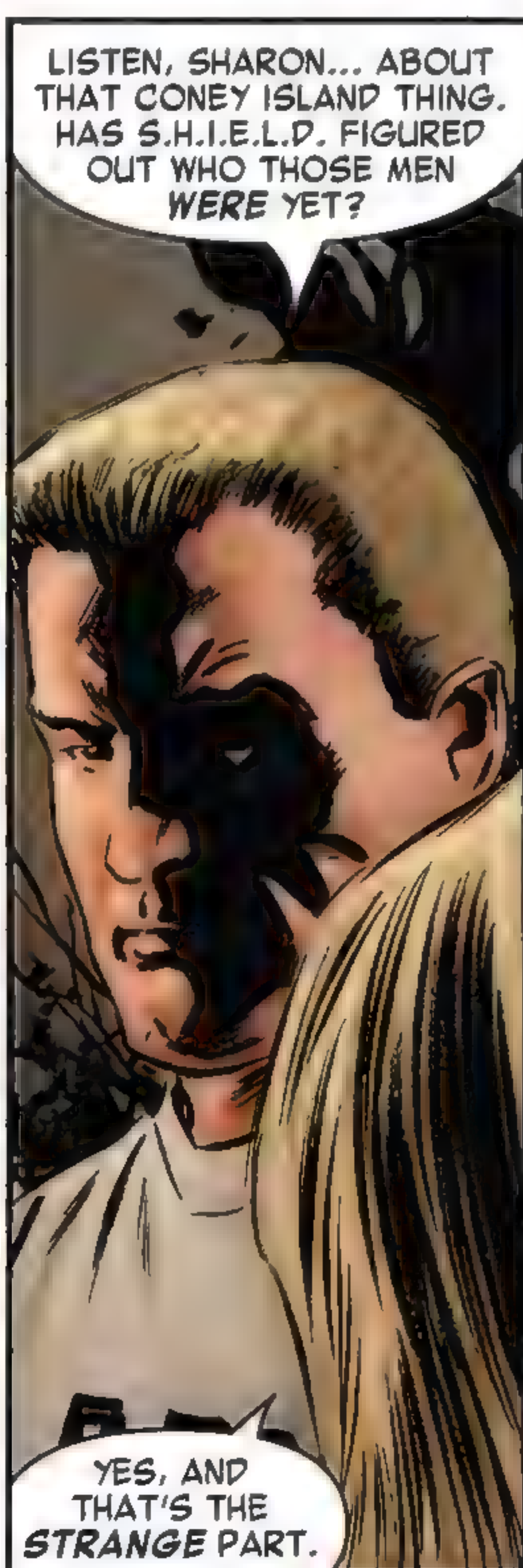
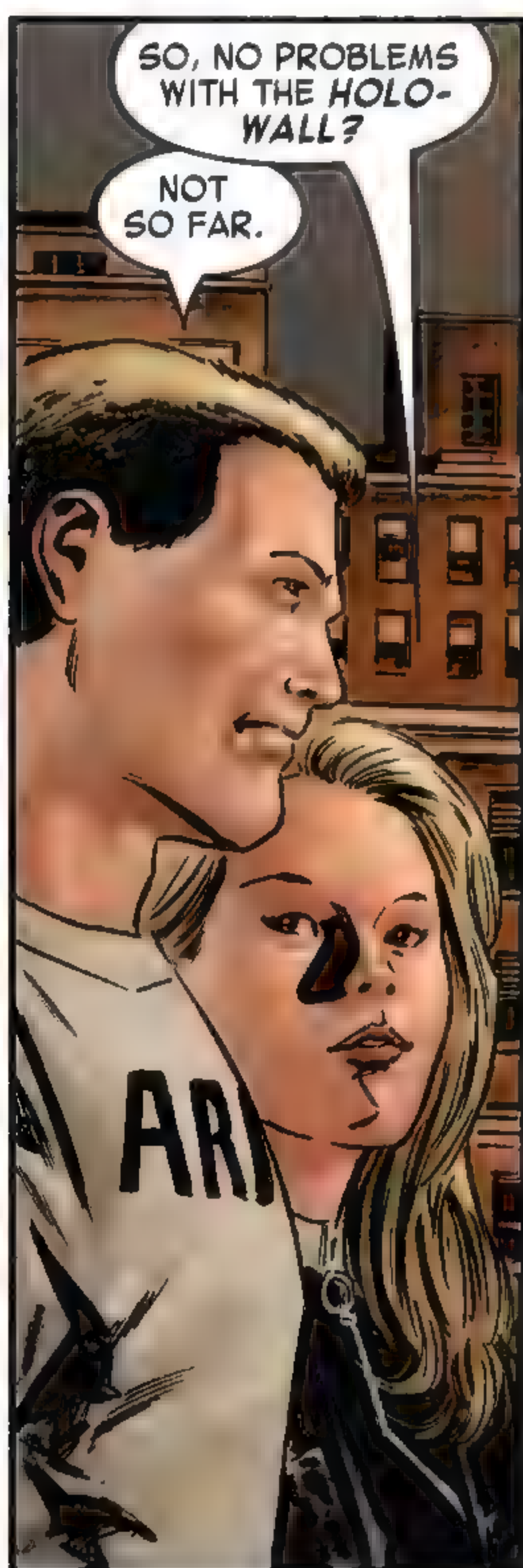
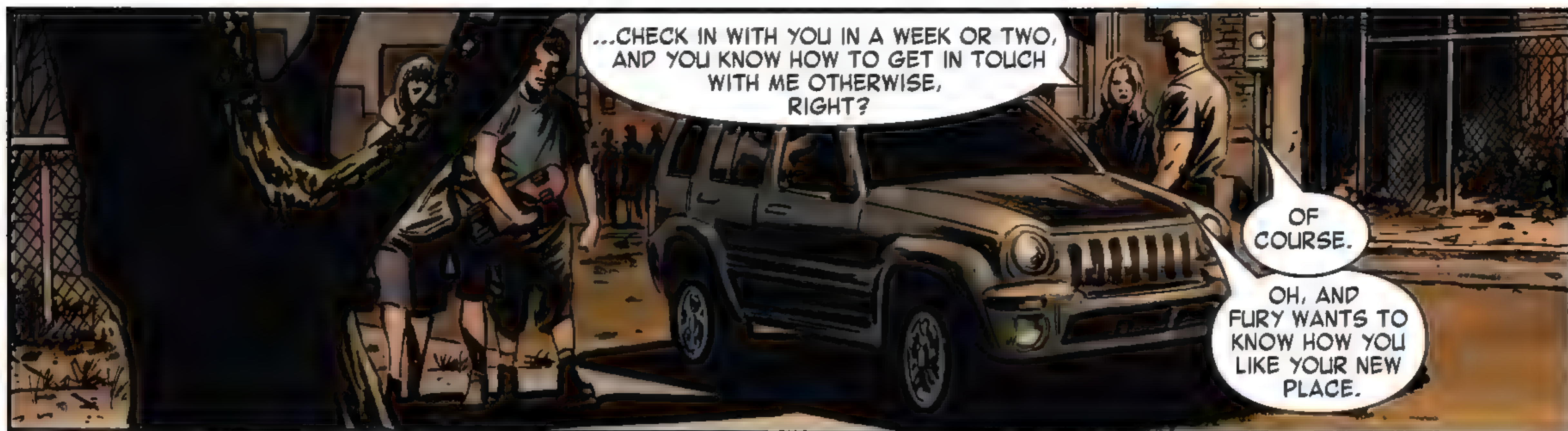
HA...NO, NOT EXACTLY.

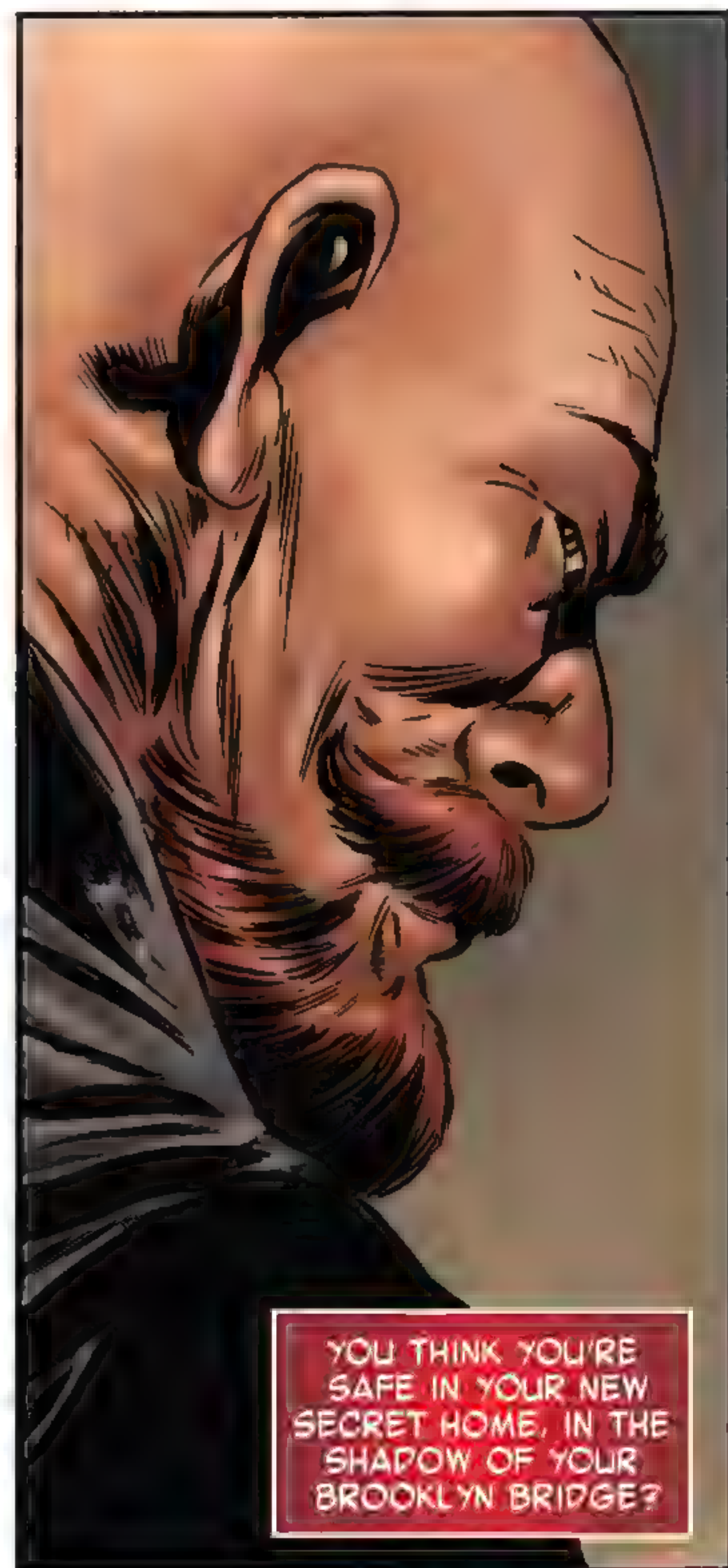
I TOLD HIM I FEEL *GUILTY* WHEN I THINK OF ALL THOSE MEN WHO DIED TRYING TO REACH THE STARS...THAT IT SHOULD'VE BEEN *ME* TAKING THOSE RISKS.

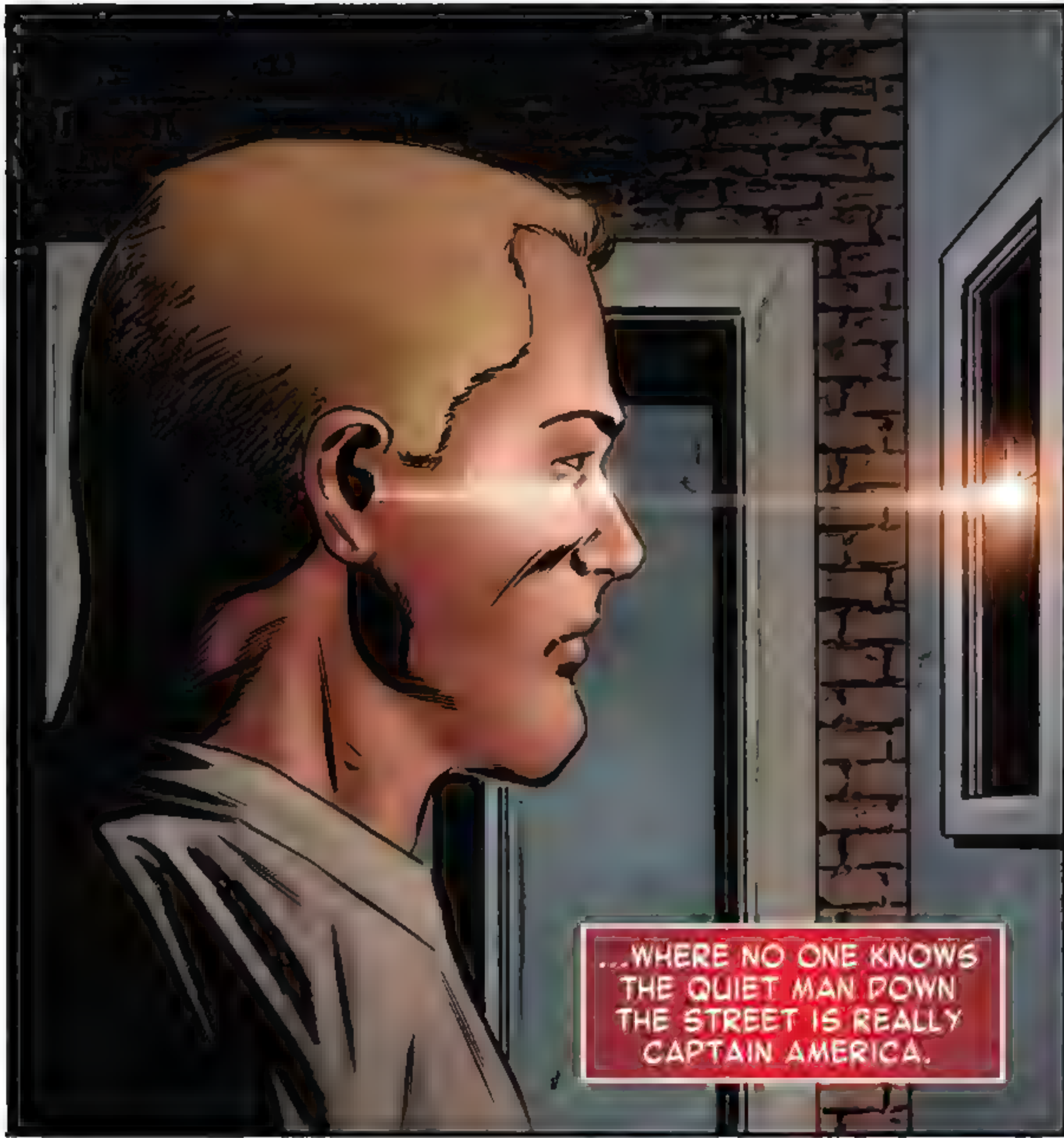


THAT'S WHAT I WAS BUILT FOR, AFTER ALL.

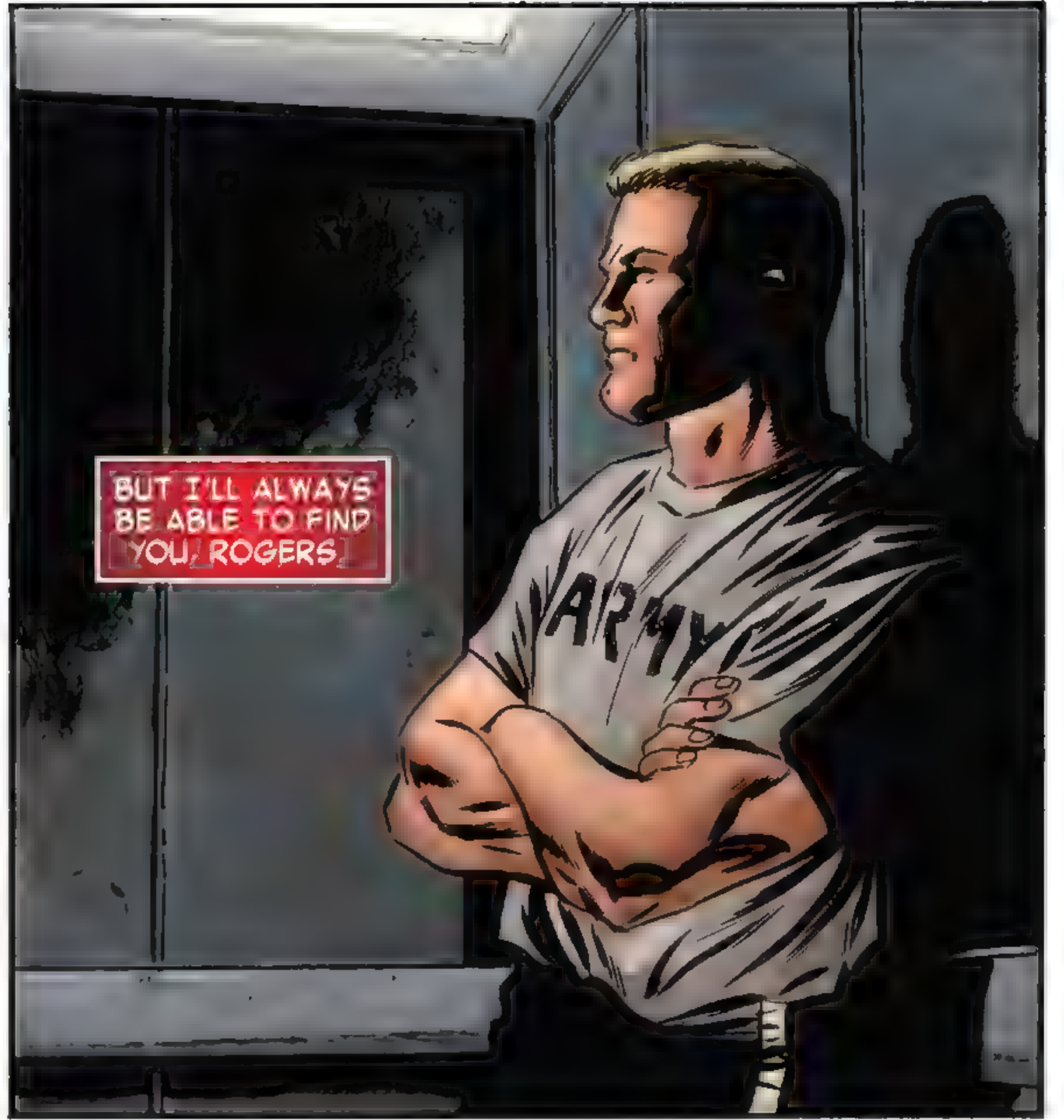
BOY, TALK ABOUT CARRYING THE WEIGHT OF THE *WORLD*. YOU TRULY ARE ONE OF A KIND, STEVE ROGERS.







...WHERE NO ONE KNOWS
THE QUIET MAN DOWN
THE STREET IS REALLY
CAPTAIN AMERICA.



BUT I'LL ALWAYS
BE ABLE TO FIND
YOU, ROGERS.

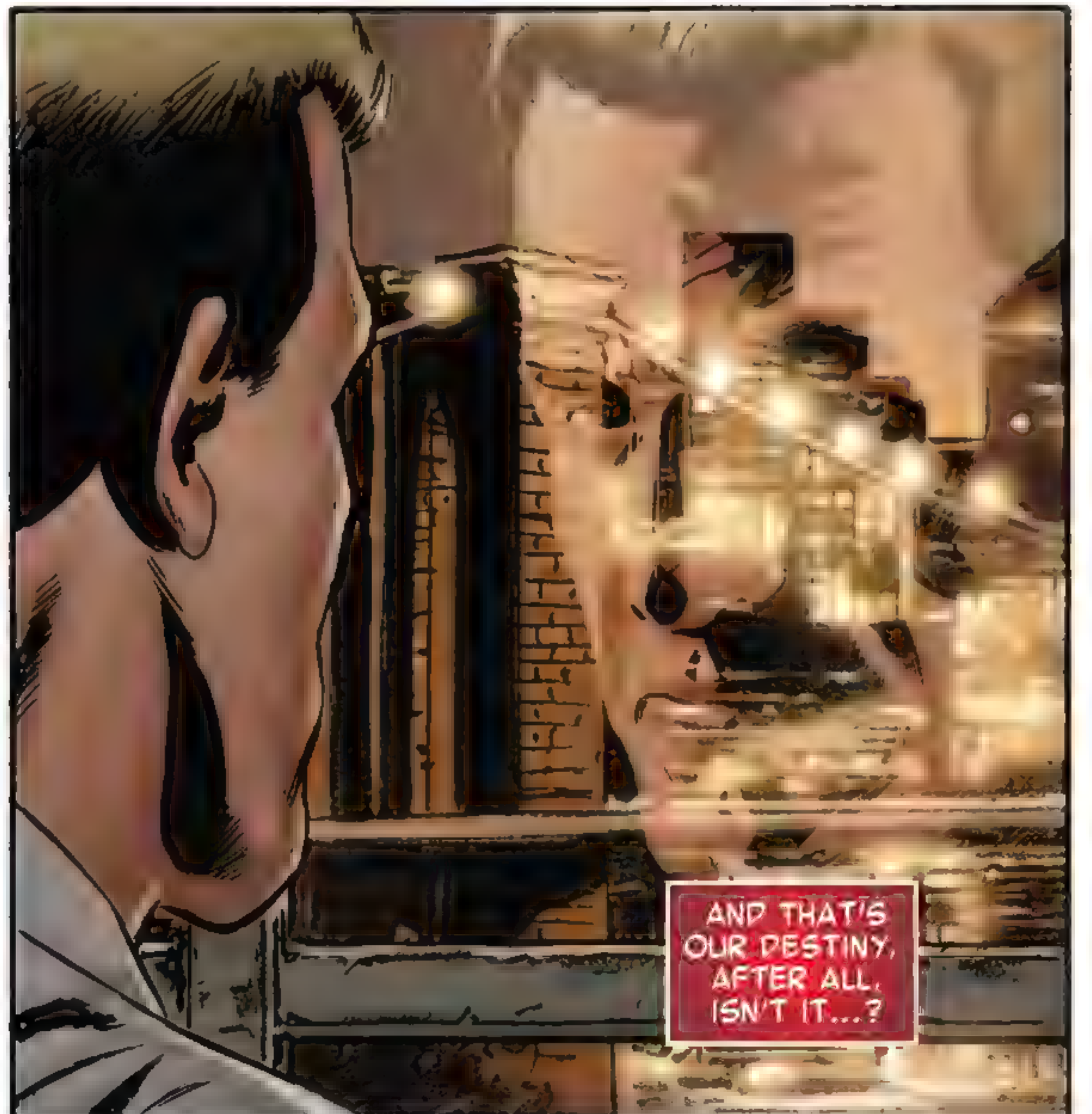


I COULD PUT A BULLET
BETWEEN YOUR EYES
ANYTIME I WANT, AND
YOU'D NEVER SEE
IT COMING.



BUT THAT WOULD BE
TOO EASY. I NEED TO
MAKE YOU SUFFER.

BECAUSE YOU DO IT
SO WELL, ROGERS...
SUFFERING, I MEAN.



AND THAT'S
OUR DESTINY,
AFTER ALL,
ISN'T IT...?



...THE TWO OF US, LOCKED
IN ETERNAL COMBAT DOWN
THROUGH THE YEARS...KEEPING
EACH OTHER MISERABLE.



WHAT WOULD WE EVEN
BE WITHOUT THE OTHER?
I SUPPOSE IT'S TIME
WE FOUND OUT.

BUT BEFORE YOU DIE,
I PROMISE YOU, YOU
WILL KNOW SUFFERING
ON A WHOLE NEW LEVEL.



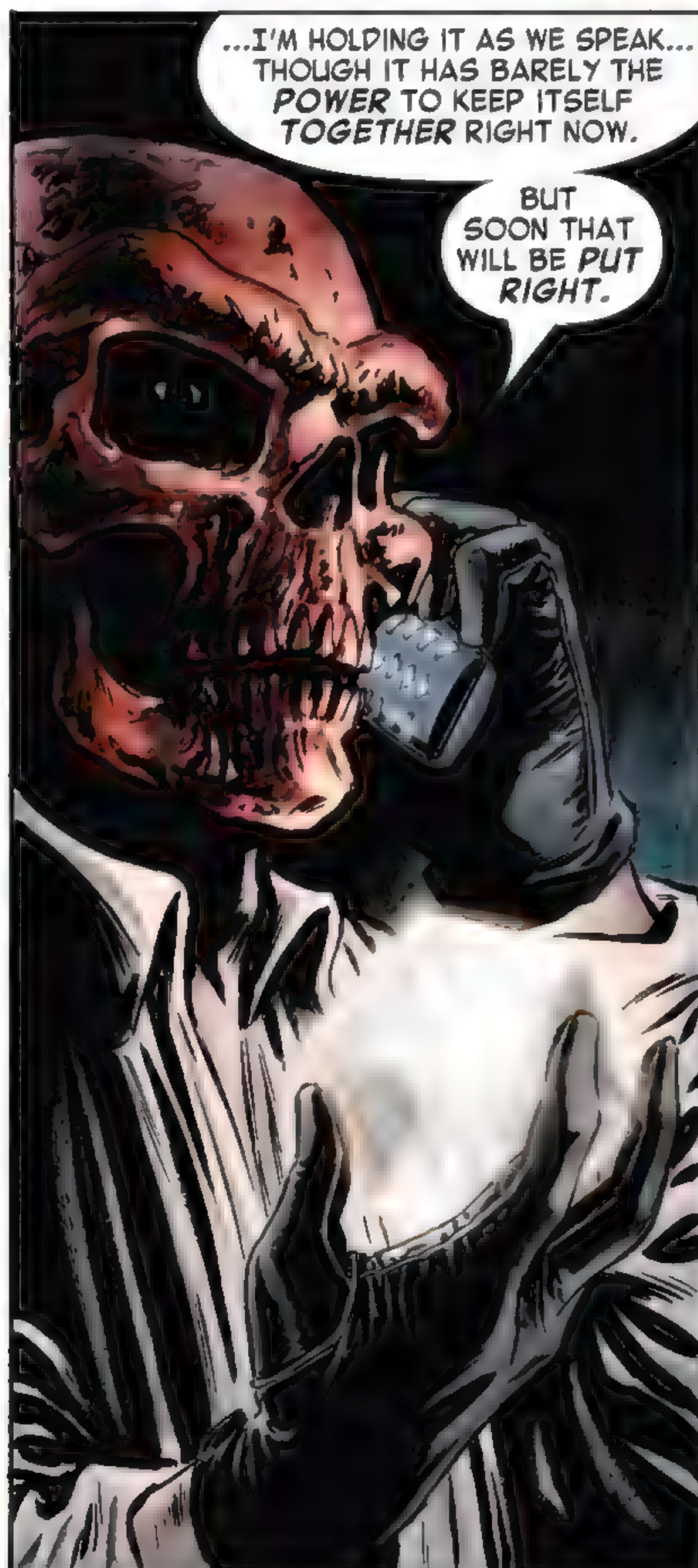
AND WHEN I
STRIP YOUR
LIFE OF ALL
MEANING
YOU'LL--

DEEDEEDEEB-
DEEDEEDEEB



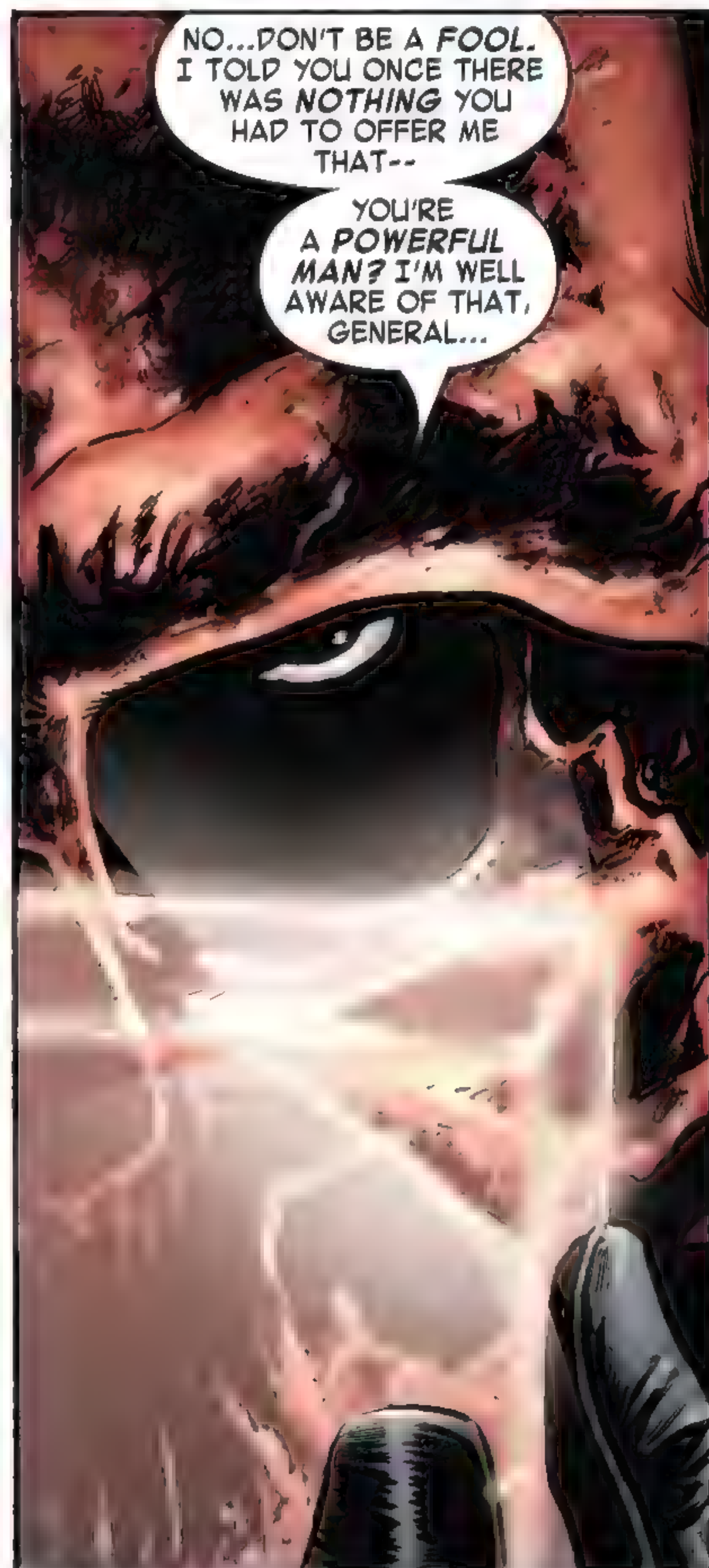
AH, GENERAL LUKIN, HOW
AMUSING THAT YOU SHOULD
CALL AT THIS VERY
MOMENT...

YES, I'M
AFRAID YOUR
SOURCES WERE
CORRECT...



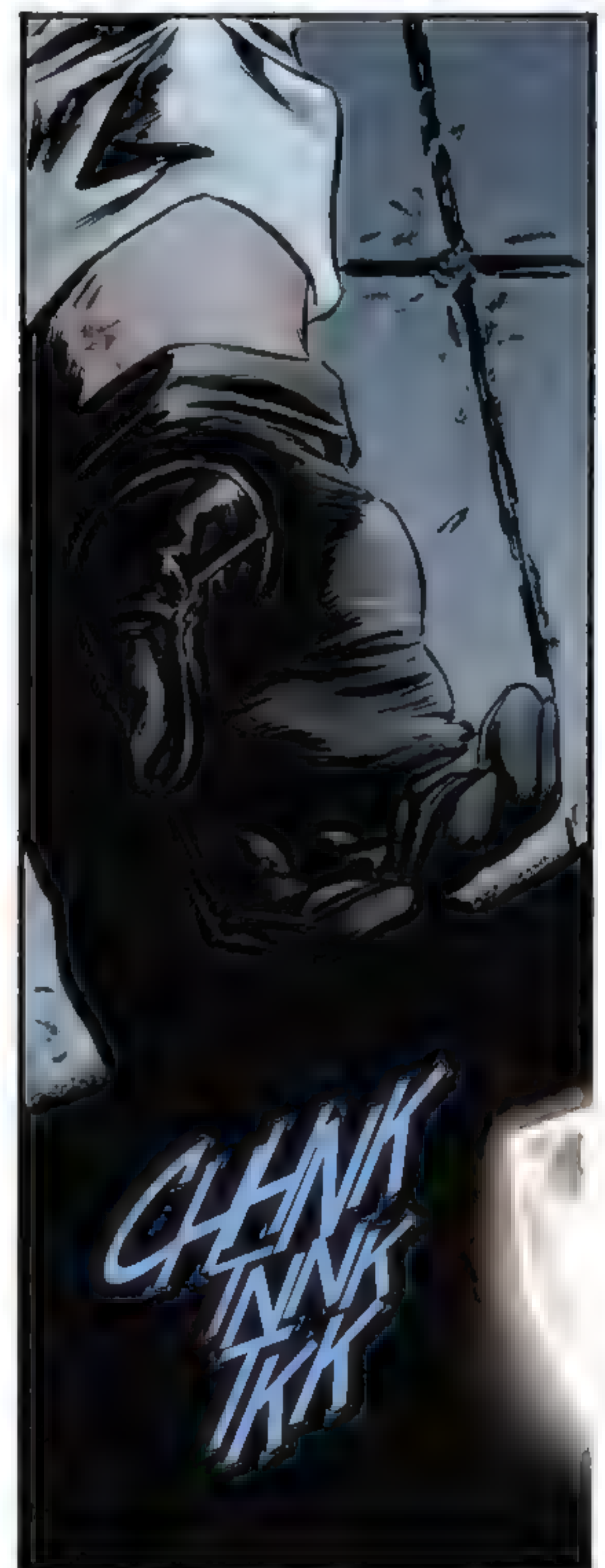
...I'M HOLDING IT AS WE SPEAK...
THOUGH IT HAS BARELY THE
POWER TO KEEP ITSELF
TOGETHER RIGHT NOW.

BUT
SOON THAT
WILL BE PUT
RIGHT.



NO...DON'T BE A FOOL.
I TOLD YOU ONCE THERE
WAS NOTHING YOU
HAD TO OFFER ME
THAT--

YOU'RE
A POWERFUL
MAN? I'M WELL
AWARE OF THAT,
GENERAL...





MISSION ACCOMPLISHED,
GENERAL...THE CUBE
IS YOURS.

THE RED
SKULL? NO, NO
TROUBLE AT
ALL, SIR...

GOT HIM IN
THE CROSS HAIRS
AND TOOK THE
SHOT...YES SIR,
ABSOLUTELY.

HE'S
DEAD.

OUT OF TIME



CAPTAIN AMERICA #2
"OUT OF TIME PART 2"

1:15 A.M.
SOMEWHERE
BENEATH
MANHATTAN

WHAT'S
GOING ON?
WHY HASN'T HE
MADE THE
CALL?

HE'LL
CALL.

BUT IT'S, UH, IT'S BEEN OVER
AN HOUR SINCE HE WAS
SUPPOSED TO. I DON'T LIKE
THIS, JUST SITTING ON OUR
HANDS, WAITING WITH ALL
THIS--

I JUST
DON'T
LIKE IT.

SOMETHING MUST'VE
HAPPENED. WHY
ELSE WOULD
HE BE--

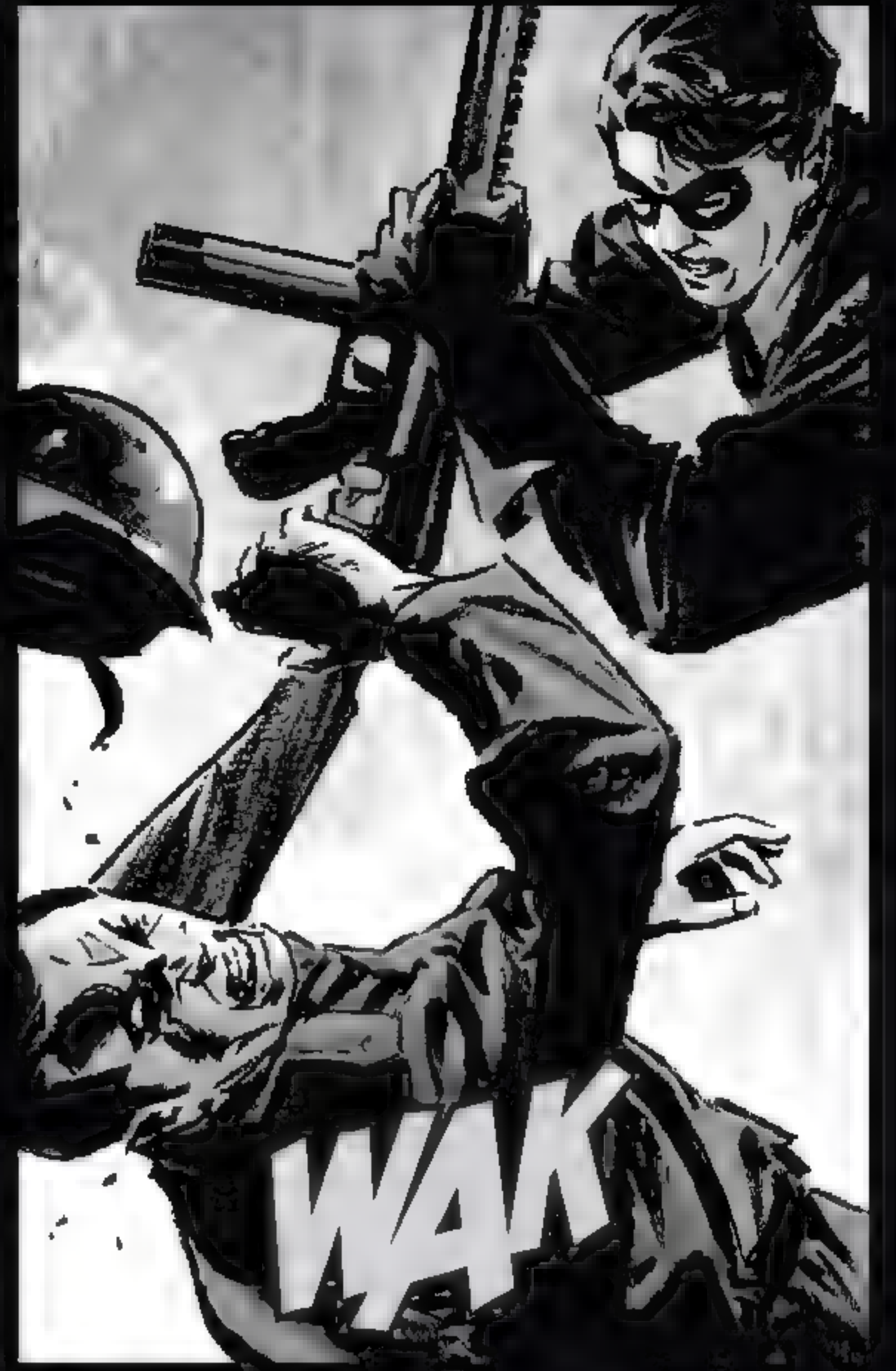
COWARDS.
IF HE COULD HEAR
YOU, YOU'D BE
SIGNING YOUR
OWN DEATH
WARRANTS...

...SO JUST DO AS YOU WERE
ORDERED, AND DON'T MAKE
ME WASTE ONE OF YOU
FOR GETTING ON MY
NERVES.

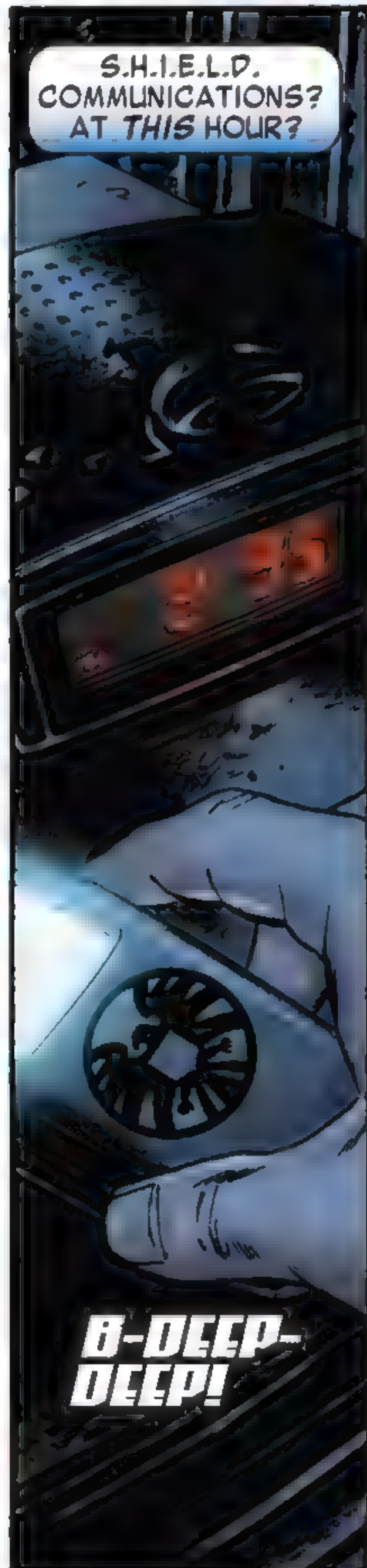
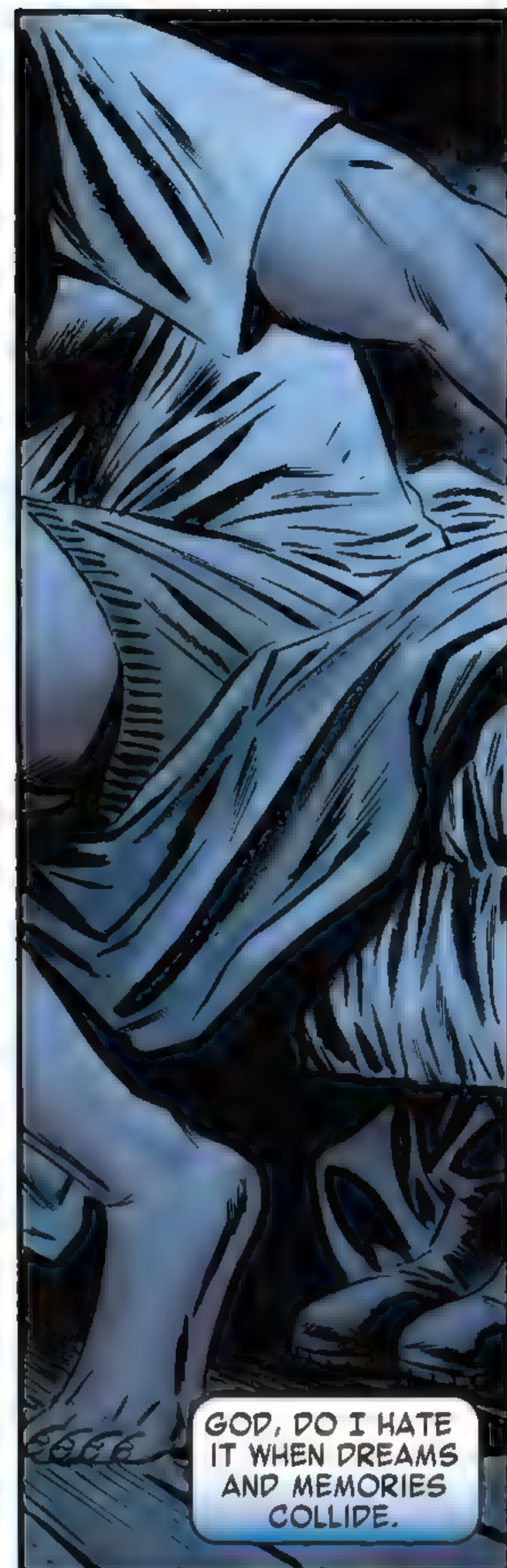
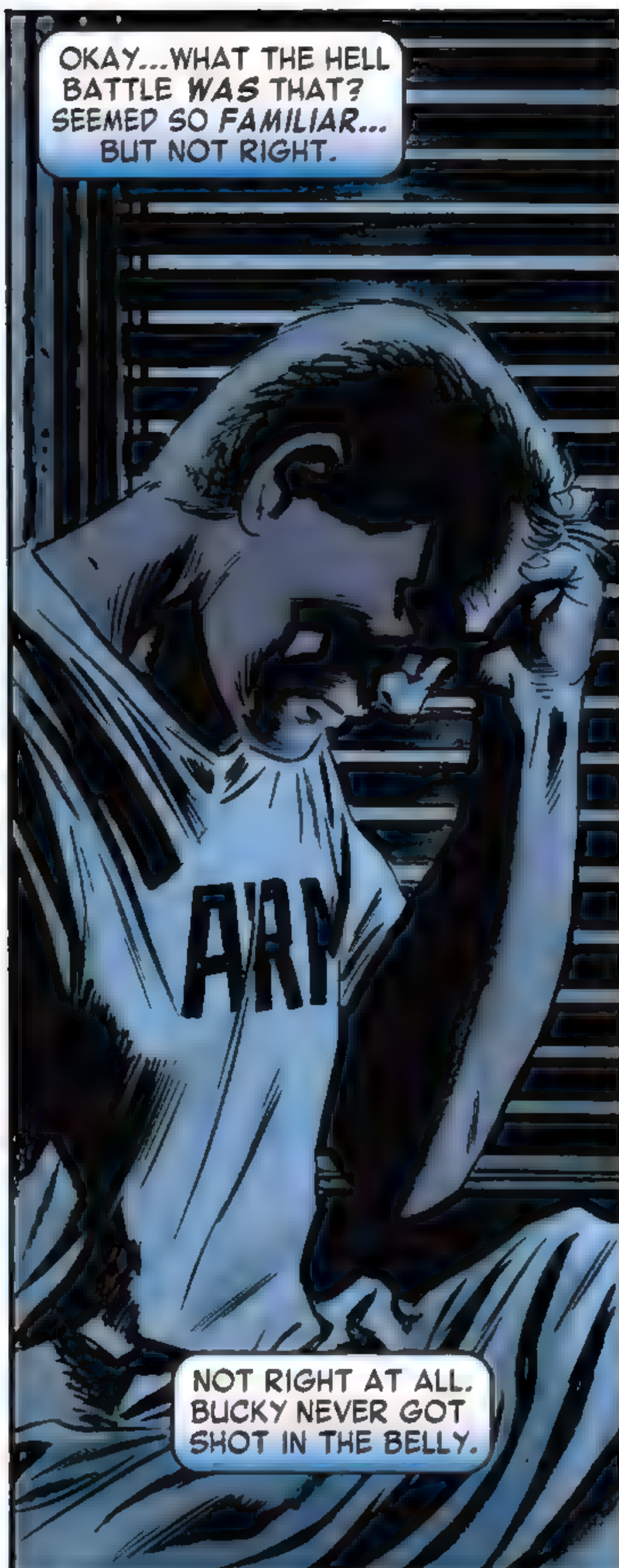
NOTHIN'S
HAPPENED. HE'LL
CALL WHEN HE'S
READY...AND THEN
WE HAVE OUR
FUN.











**S.H.I.E.L.D. Helicarrier—
Headquarters of the U.N.
Peacekeeping Taskforce**
*High Above the
City of Manhattan*

SO, I'M
ASSUMING
AGENT 13 FILLED
YOU IN ON THE
BASICS?

YES, BUT I'LL BELIEVE
IT WHEN I SEE IT,
AND PROBABLY
NOT EVEN THEN,
HONESTLY.

I KNOW WHAT YOU MEAN,
BUT IT'S REAL, ROGERS.
THE SKULL GOT KILLED
TONIGHT.

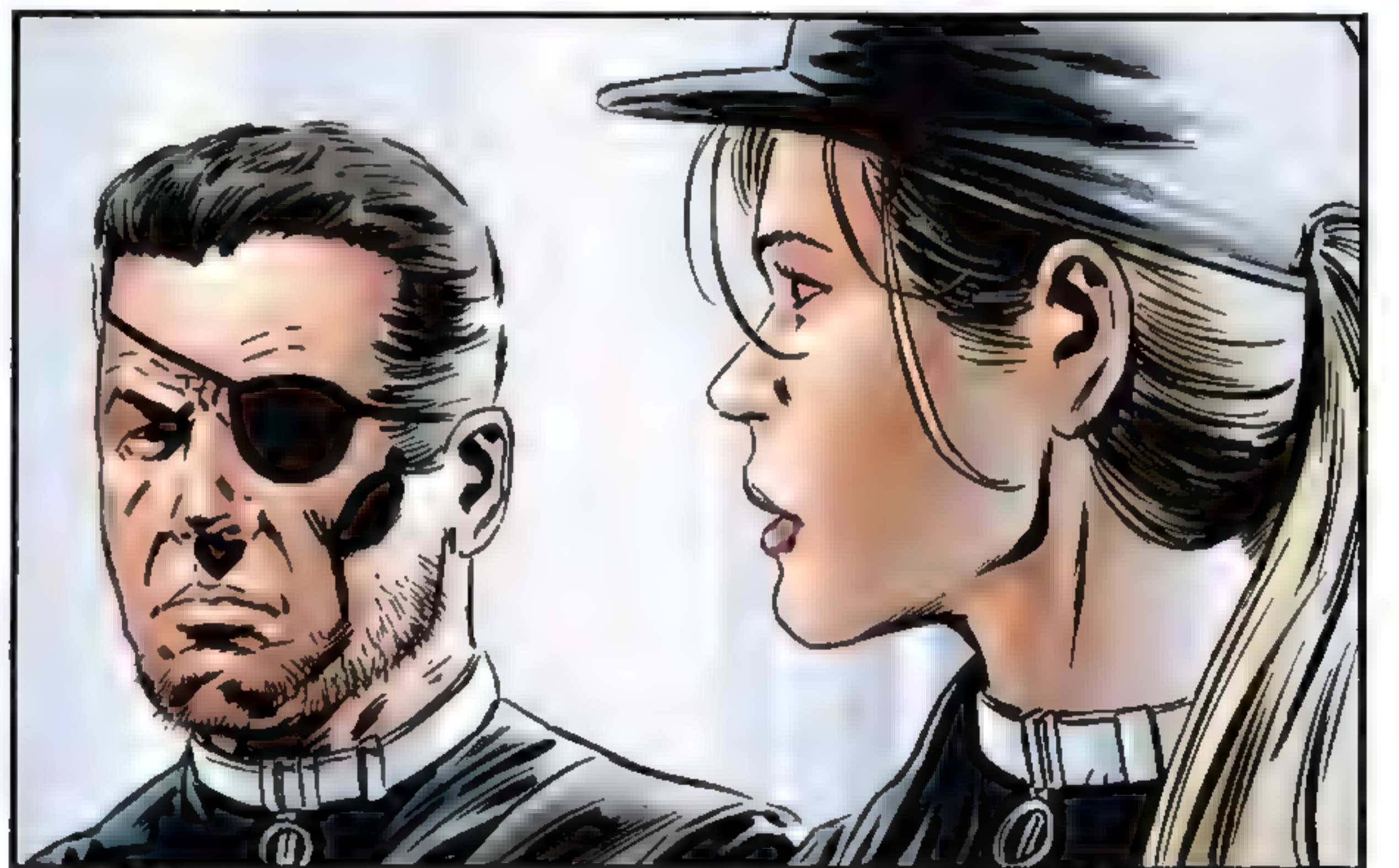
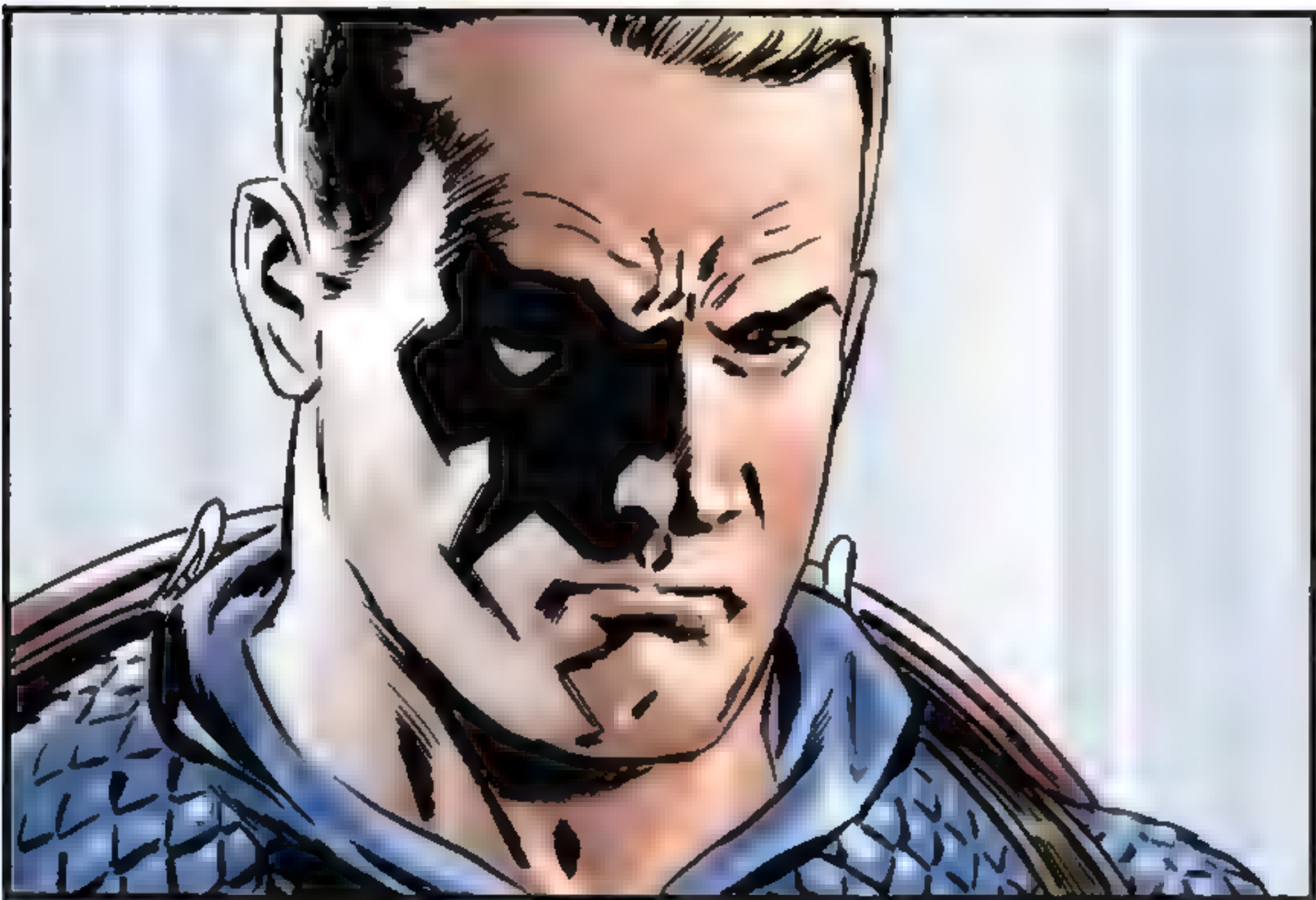
ONLY
THING STOPPING
ME FROM REPORTING
THAT TO THE U.N.
IMMEDIATELY IS THE
FORENSICS...WHICH IS
ONE OF THE REASONS
I NEEDED YOU
HERE.

MY
DNA?

YEAH.
POLICY IS TO
DESTROY YOUR
BLOOD SAMPLES AFTER
YOUR CHECKUPS, TO
PREVENT **JUST** THIS
PROBLEM...SO I'VE
GOTTA GO TO THE
SOURCE.

OH,
GOD...I'D ALMOST
FORGOTTEN THAT
MONSTER WAS
LIVING INSIDE A
CLONE OF YOU,
STEVE.

YEAH...
I HADN'T.





DOCTOR? WOULD YOU TAKE A DNA SAMPLE FROM THE CAPTAIN HERE?

OH, UH... OF COURSE, COLONEL FURY. I MEAN, IF THAT'S... UH...OKAY WITH--

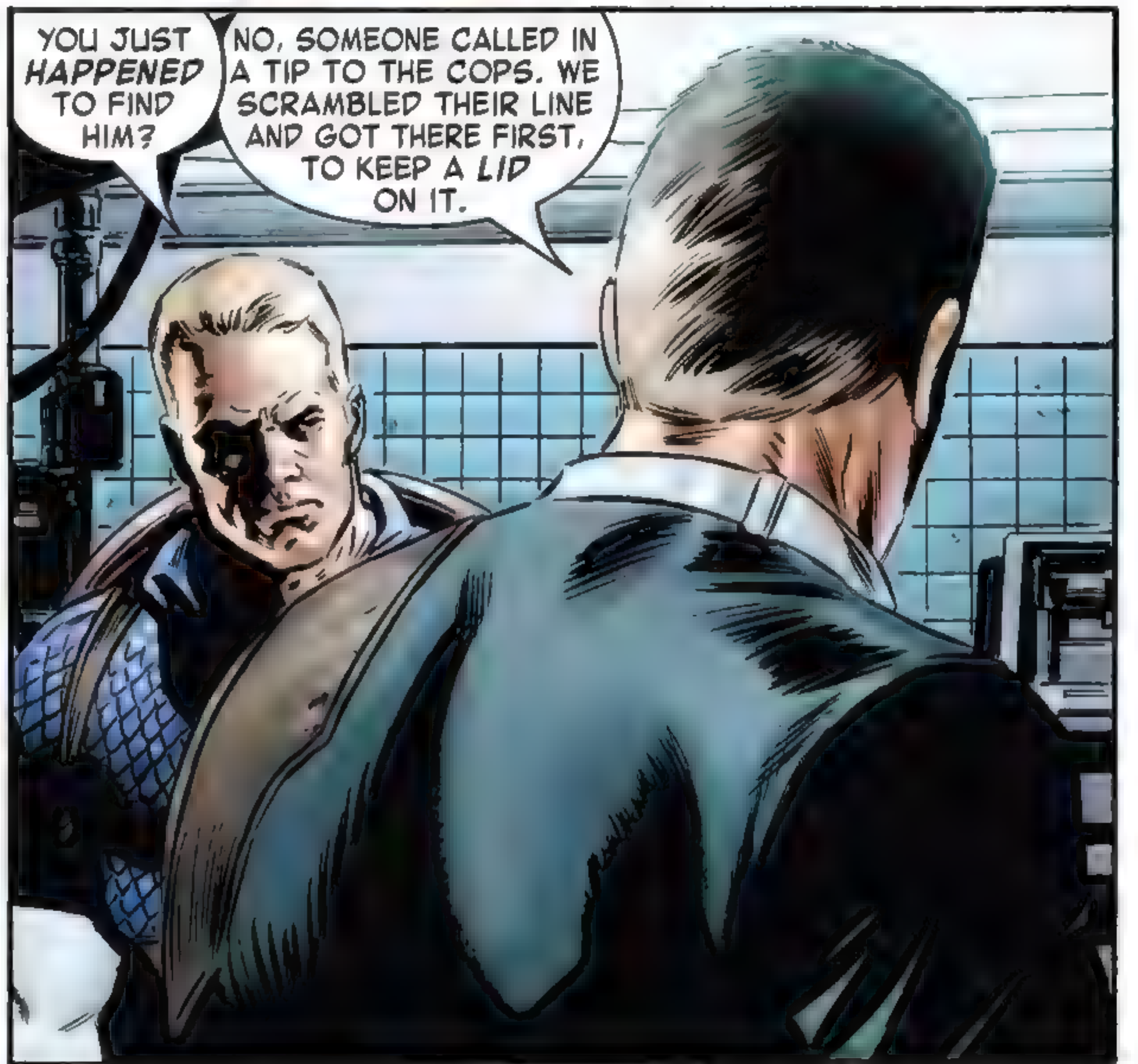


DO IT.



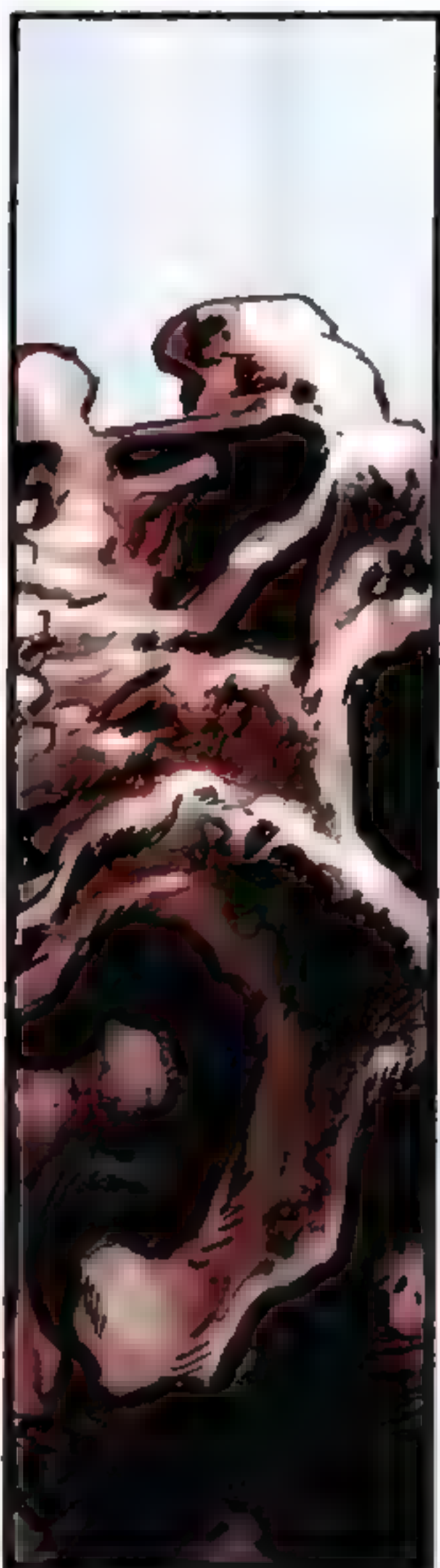
IF THAT REALLY IS HIM, WHAT WAS HE **DOING** IN NEW YORK? THE SKULL IS NEVER ANY PLACE WITHOUT A **REASON**.

WE DON'T KNOW THAT YET. HE WAS **FOUND** IN A PENTHOUSE ON THE UPPER WEST SIDE. IT WAS MOSTLY UNFURNISHED, RENTED UNDER A FAKE NAME.

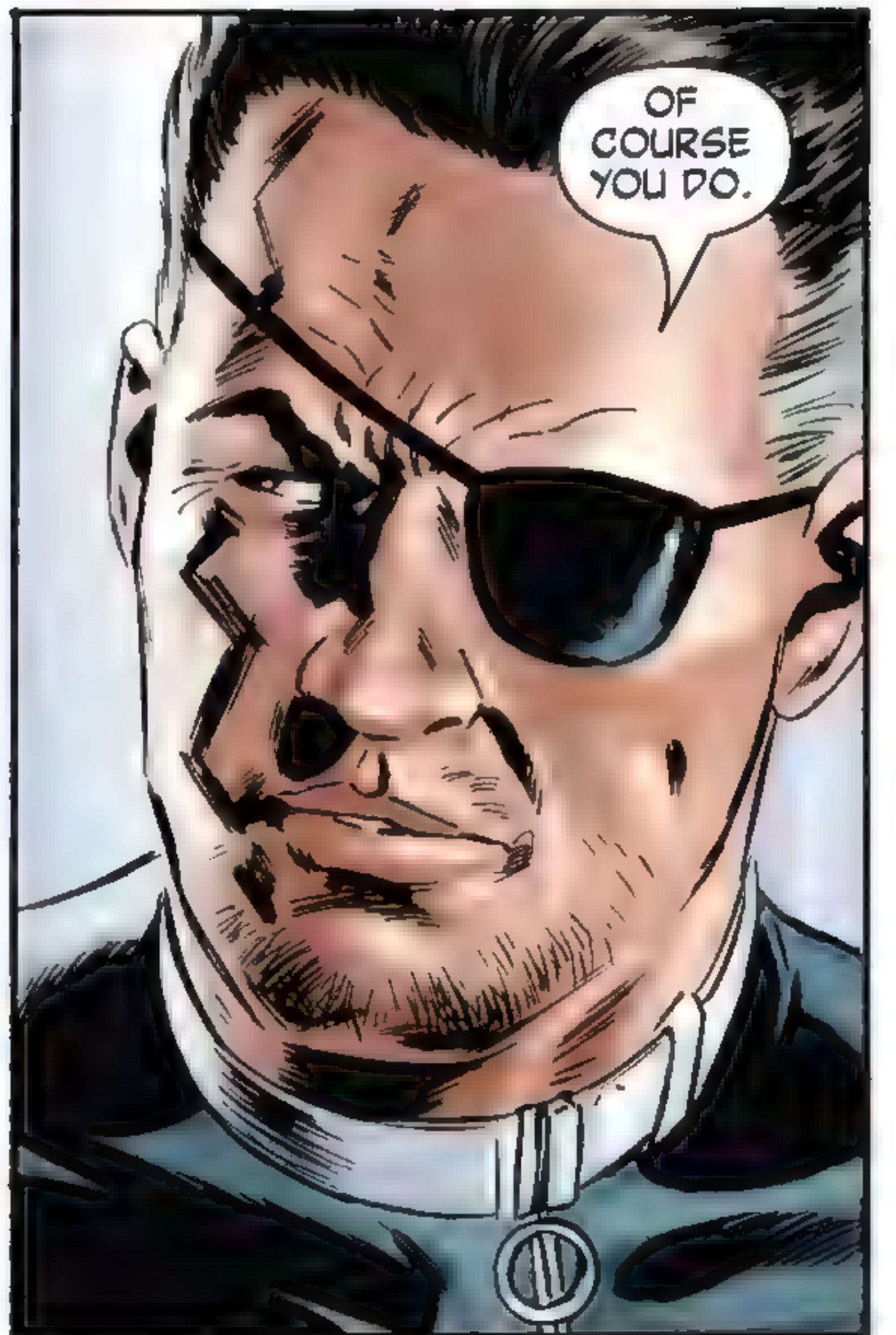


YOU JUST **HAPPENED** TO FIND HIM?

NO, SOMEONE CALLED IN A TIP TO THE COPS. WE SCRAMBLED THEIR LINE AND GOT THERE FIRST, TO KEEP A **LID** ON IT.



I WANT TO SEE THAT **CRIME SCENE**. NOW.



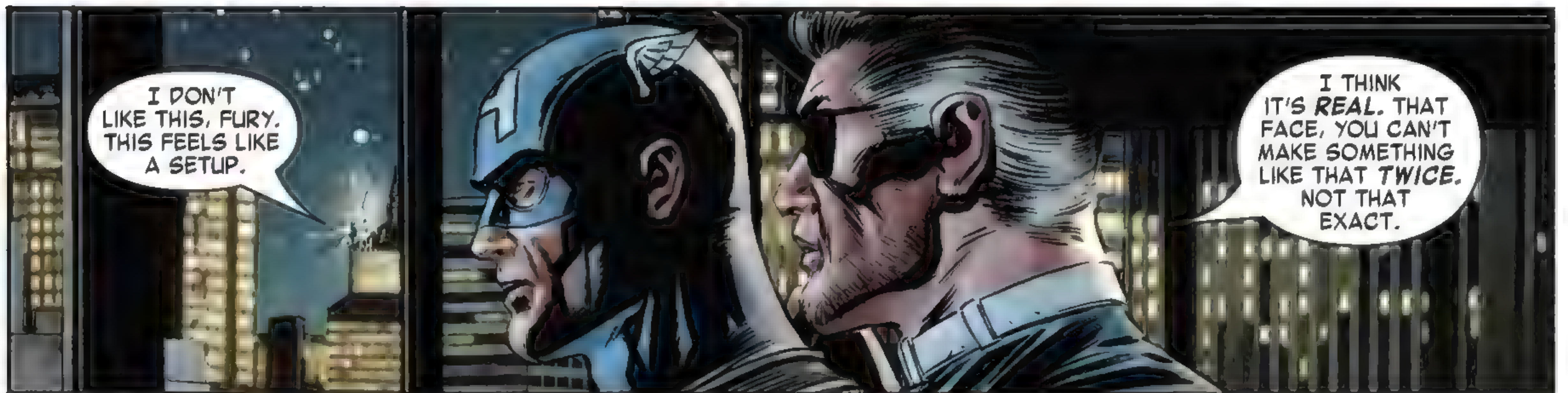
OF COURSE YOU DO.



--GLASS WAS **BULLET-RESISTANT**, BUT THAT DOESN'T MATTER WITH HIGH-VELOCITY ROUNDS.

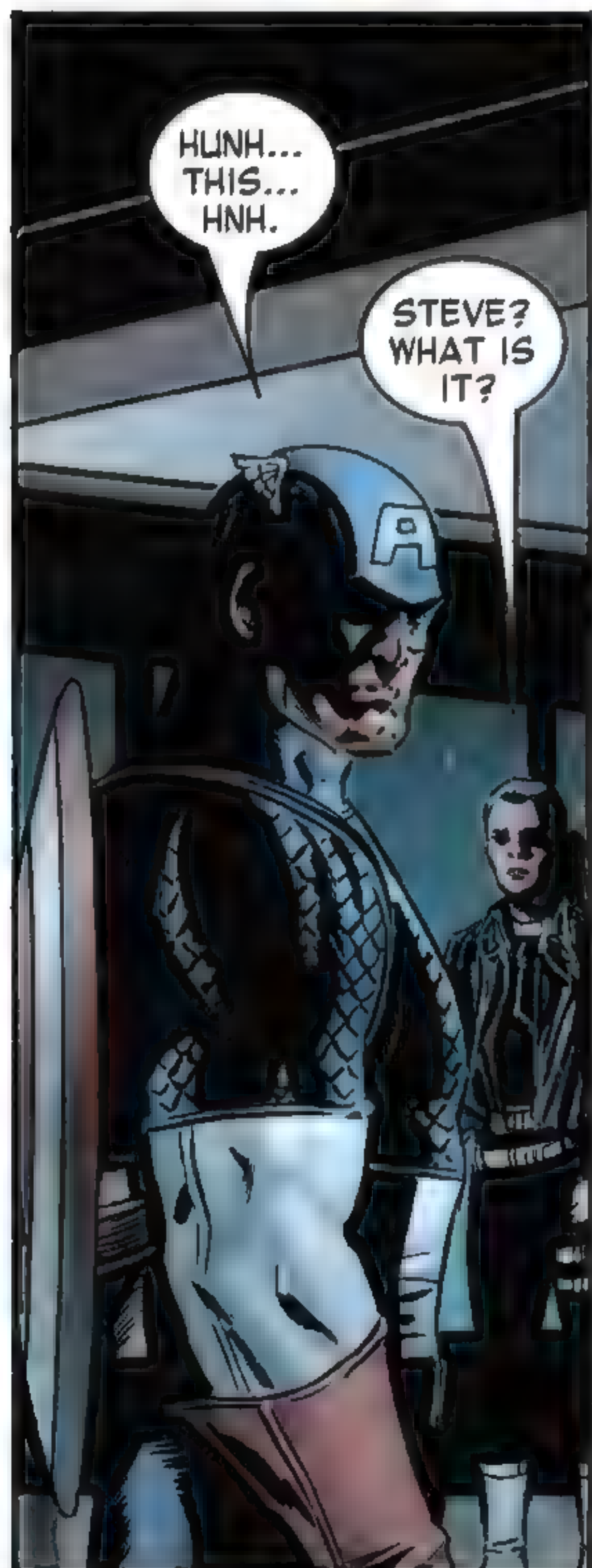
NEAR AS WE CAN TELL, HE WAS ON THE PHONE WHEN HE GOT HIT. FOUND HIS CELL LYING HERE.

THE LAB IS GOING OVER IT, BUT IT WAS **SECURE**. DIDN'T KEEP RECORDS OF IN- OR OUTGOING CALLS. MAY NOT GET ANYTHING USEFUL.



I DON'T LIKE THIS, FURY. THIS FEELS LIKE A SETUP.

I THINK IT'S **REAL**. THAT FACE, YOU CAN'T MAKE SOMETHING LIKE THAT **TWICE**. NOT THAT EXACT.



HUHN... THIS... HNH.

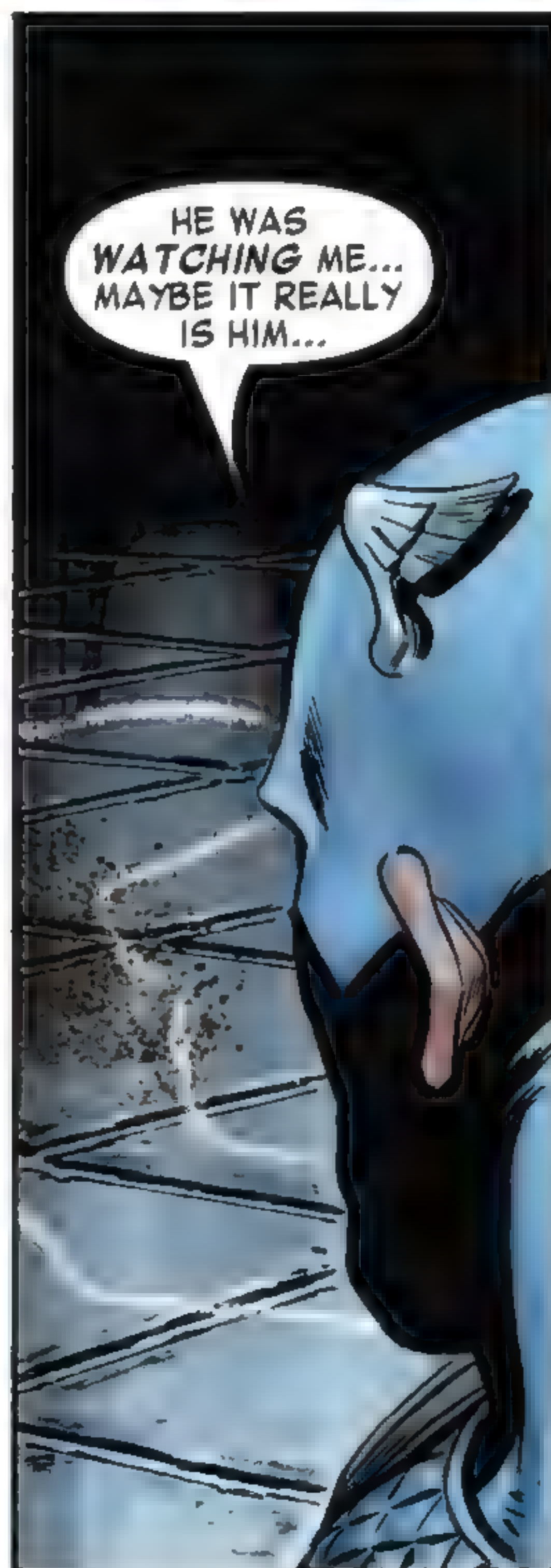
STEVE? WHAT IS IT?



HIS **DISGUISE**.

YEAH, ONE THING ABOUT HAVING A **SKULL** FOR A FACE. IT'S EASY TO WEAR A FAKE ONE AND BLEND IN.

THAT'S NOT WHAT I MEAN. I **SAW** THIS MAN ON THE STREET. **YESTERDAY**.



HE WAS **WATCHING** ME... MAYBE IT REALLY IS HIM...





THEY CALL HIM THE **RED SKULL**. HE'S HITLER'S STRONG RIGHT HAND. A NAZI ICON MADE TO SPREAD TERROR ACROSS EUROPE AND THE REST OF THE WORLD.



LIKE A BOGEYMAN, TO SEND JEWISH CHILDREN INTO **SCREAMING FITS** AT BEDTIME.



AND NEEDLESS TO SAY, HE'S BEEN AN **EFFECTIVE** TOOL. A BIT TOO EFFECTIVE...WHICH IS WHY WE DECIDED TO CUT YOUR TRAINING A BIT **SHORT**, ROGERS.

WHAT DO YOU NEED FROM ME, GENERAL PHILLIPS?



WHAT DO I NEED? I NEED FOR YOU TO SERVE YOUR COUNTRY IN A WAY WE **NEVER** THOUGHT YOU'D HAVE TO, ROGERS...

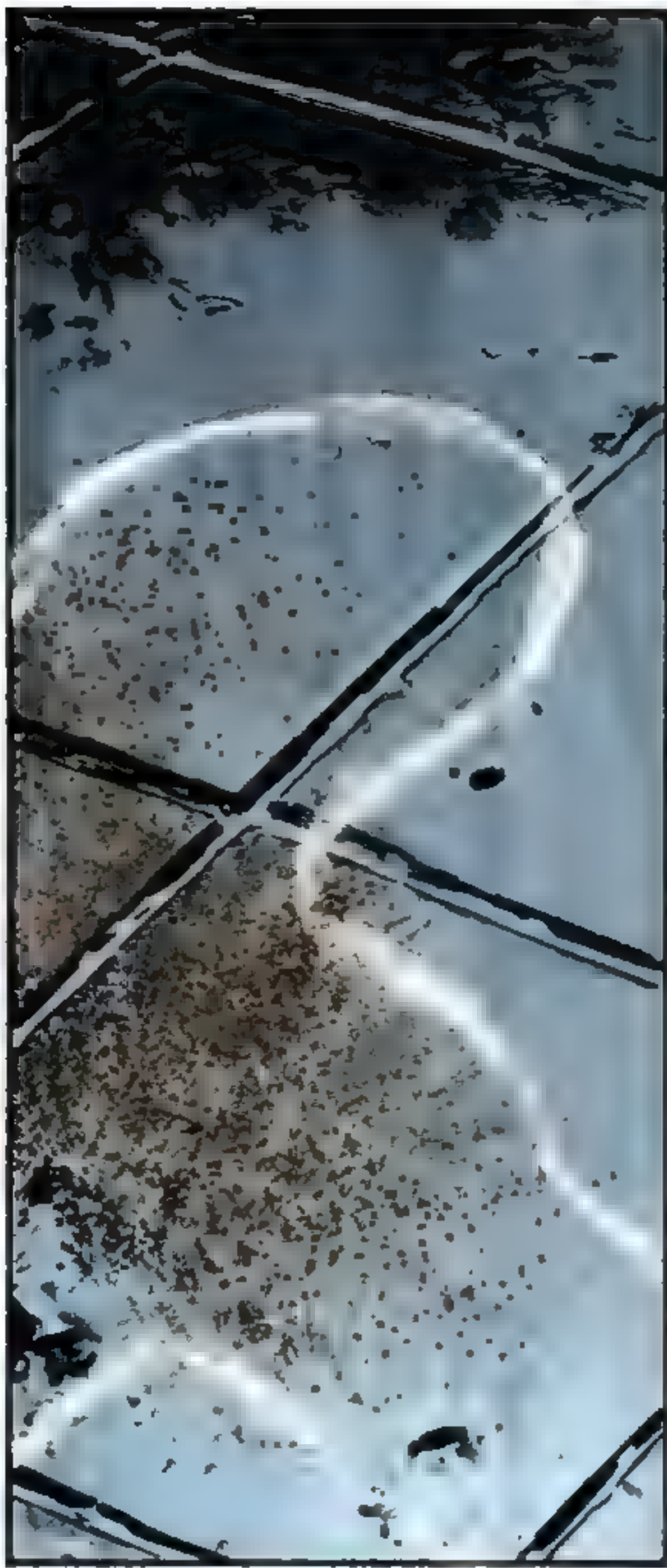
BUT YOU'RE THE ONLY ONE OF YOUR KIND NOW, SO IT FALLS TO YOU... I JUST PRAY YOU'RE **READY** FOR THE RESPONSIBILITY.



MY GUT TELLS ME YOU **ARE**, THOUGH, SOLDIER.



SO LET'S GO SEE WHAT THIS NEW **UNIFORM** THE ARMY PUT TOGETHER FOR YOU LOOKS LIKE...

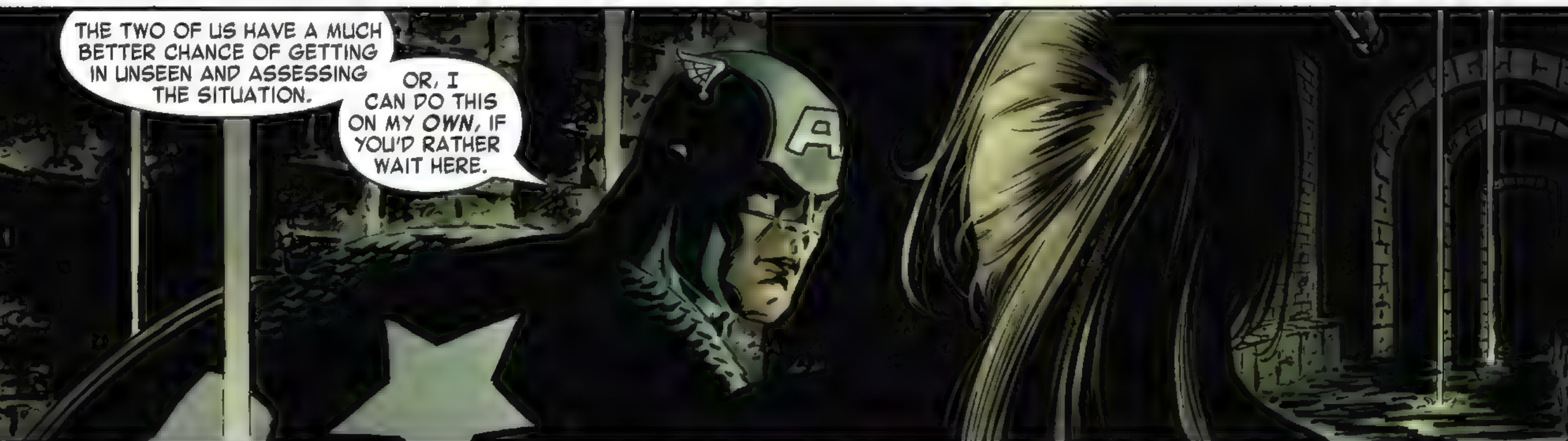




YOU SURE
THIS IS BEST,
JUST THE TWO
OF US?

WE HAVE
NO IDEA WHAT
THE SKULL WAS
UP TO...

...WE GO
BARRELING IN WITH
A WHOLE S.H.I.E.L.D.
ASSAULT TEAM AND
WE COULD JUST
MAKE THINGS
WORSE.



THE TWO OF US HAVE A MUCH
BETTER CHANCE OF GETTING
IN UNSEEN AND ASSESSING
THE SITUATION.

OR, I
CAN DO THIS
ON MY OWN, IF
YOU'D RATHER
WAIT HERE.



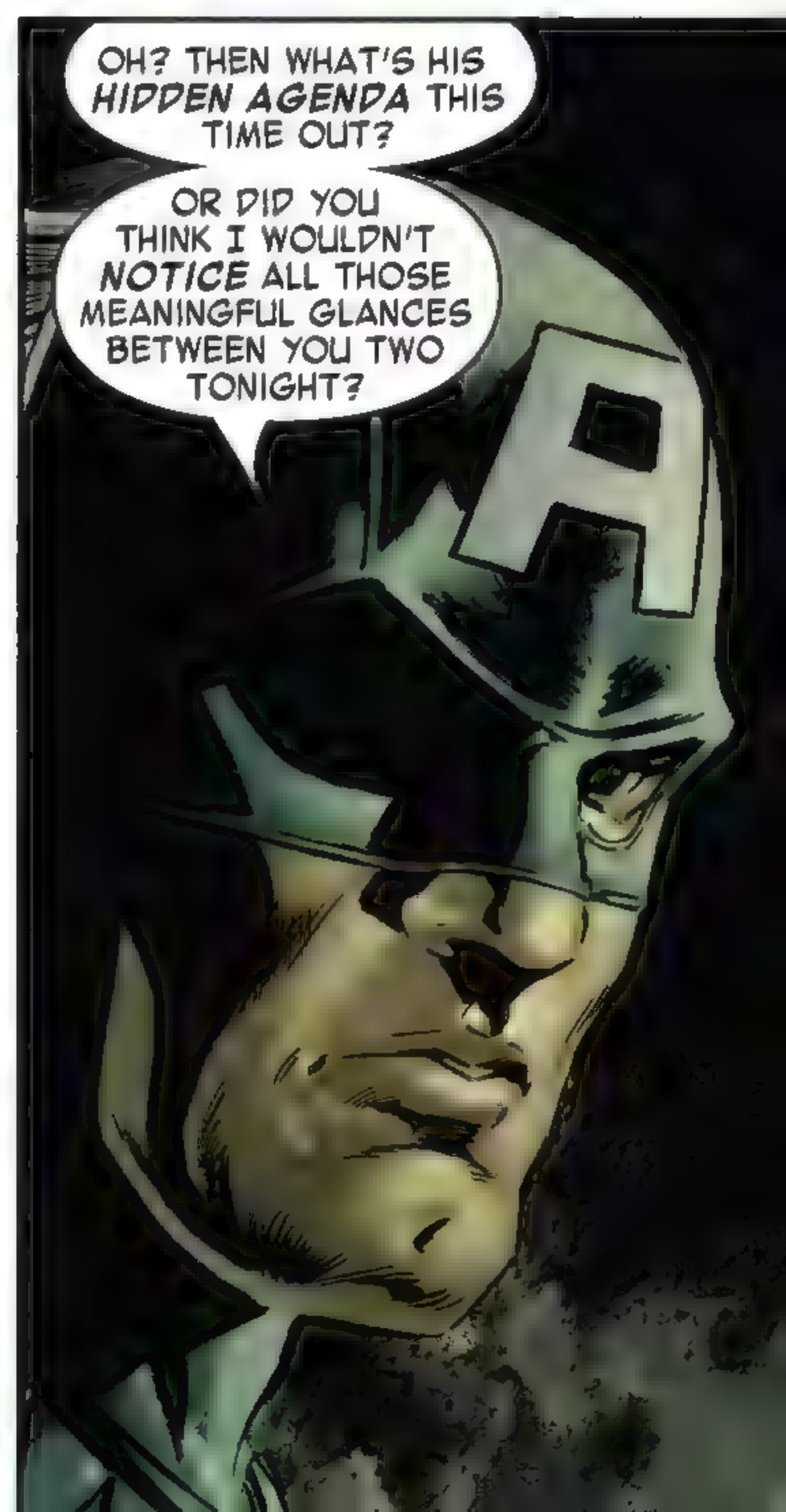
YOU DON'T HAVE TO GET
SNITTY. I JUST WOULD'VE
BROUGHT A LITTLE BACK-
UP, THAT'S ALL.

I'M
CERTAINLY NOT
GOING TO LET
YOU GO INTO
THIS ON YOUR
OWN.



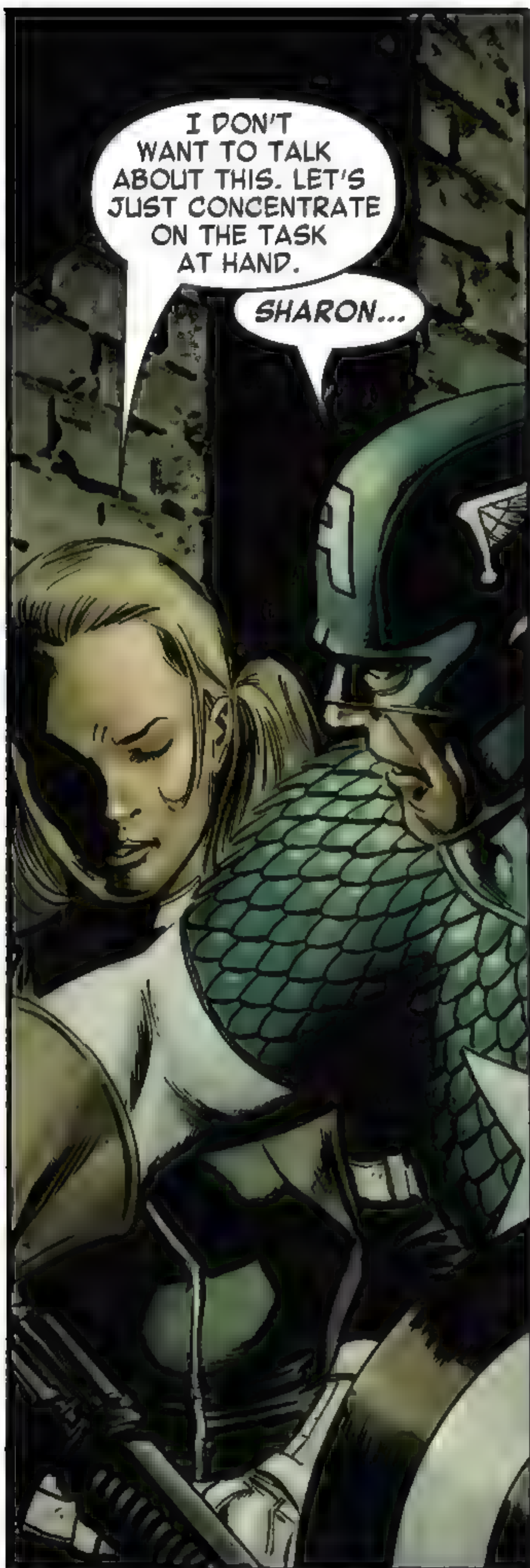
LET'S NOT
GET STARTED
DOWN THAT PATH
AGAIN. I'M WELL
AWARE THAT FURY
THINKS YOU'RE BABY-
SITTING ME.

THAT'S
NOT WHAT
ANYONE
THINKS AT
ALL.



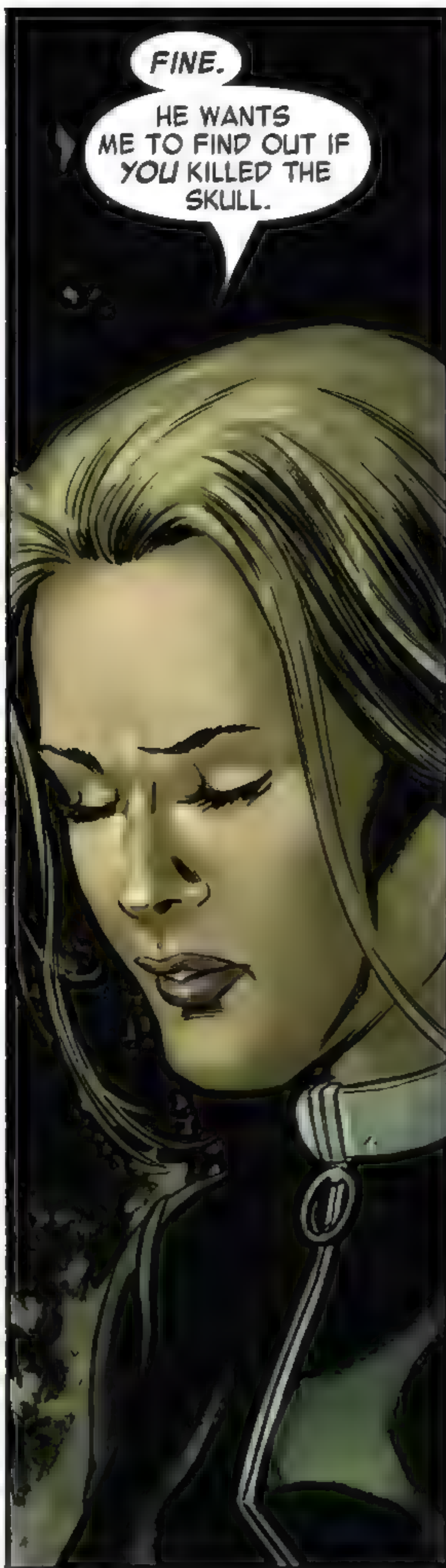
OH? THEN WHAT'S HIS
HIDDEN AGENDA THIS
TIME OUT?

OR DID YOU
THINK I WOULDN'T
NOTICE ALL THOSE
MEANINGFUL GLANCES
BETWEEN YOU TWO
TONIGHT?



I DON'T WANT TO TALK ABOUT THIS. LET'S JUST CONCENTRATE ON THE TASK AT HAND.

SHARON...

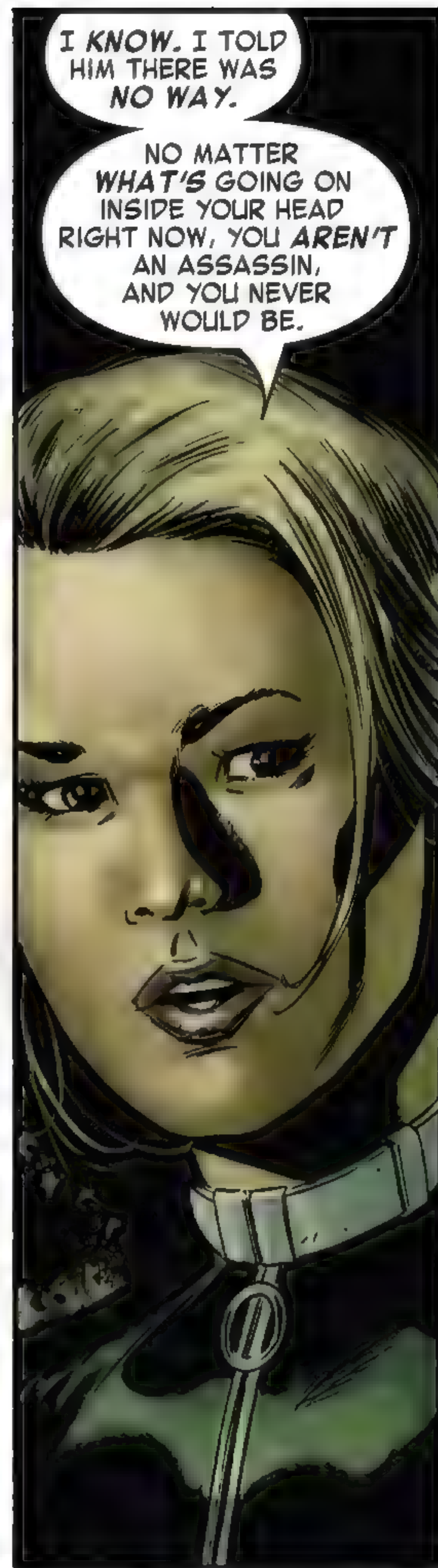


FINE.

HE WANTS ME TO FIND OUT IF YOU KILLED THE SKULL.



WHAT?



I KNOW. I TOLD HIM THERE WAS NO WAY.

NO MATTER WHAT'S GOING ON INSIDE YOUR HEAD RIGHT NOW, YOU AREN'T AN ASSASSIN, AND YOU NEVER WOULD BE.



AND LET'S NOT FORGET THAT THERE IS **VERY LITTLE** CHANCE THAT'S REALLY THE RED SKULL BEING AUTOPSIED ON THE HELICARRIER.

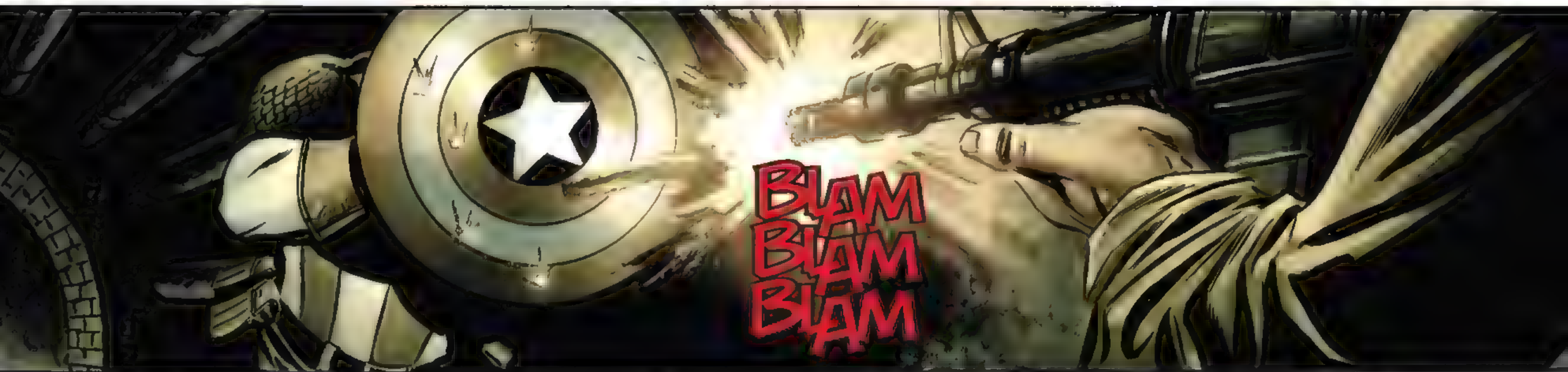
OKAY, BUT IF IT'S NOT, THEN WHY ARE WE TRUDGING THROUGH UNDERGROUND TUNNELS IN THE MIDDLE OF THE NIGHT?

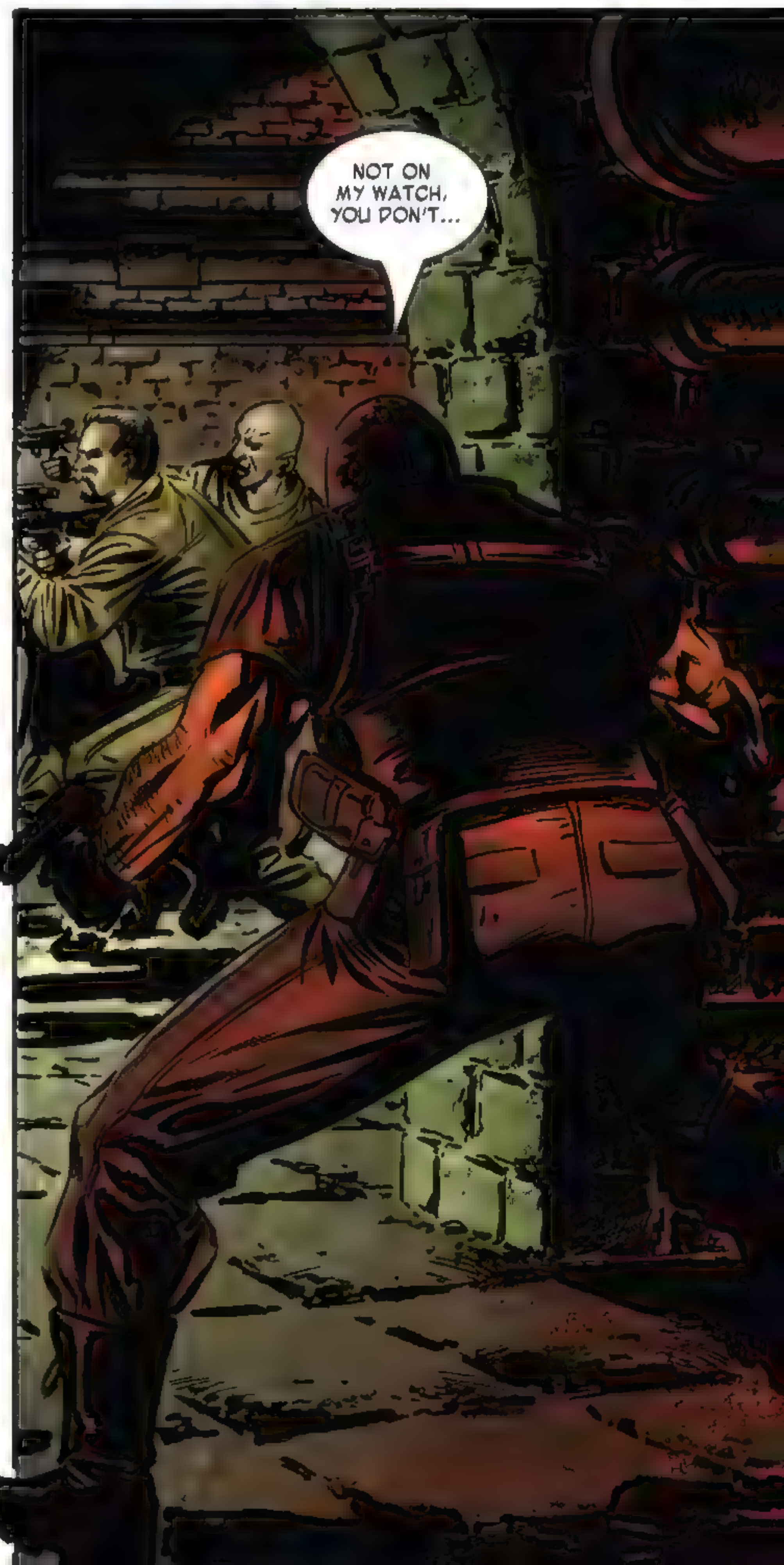
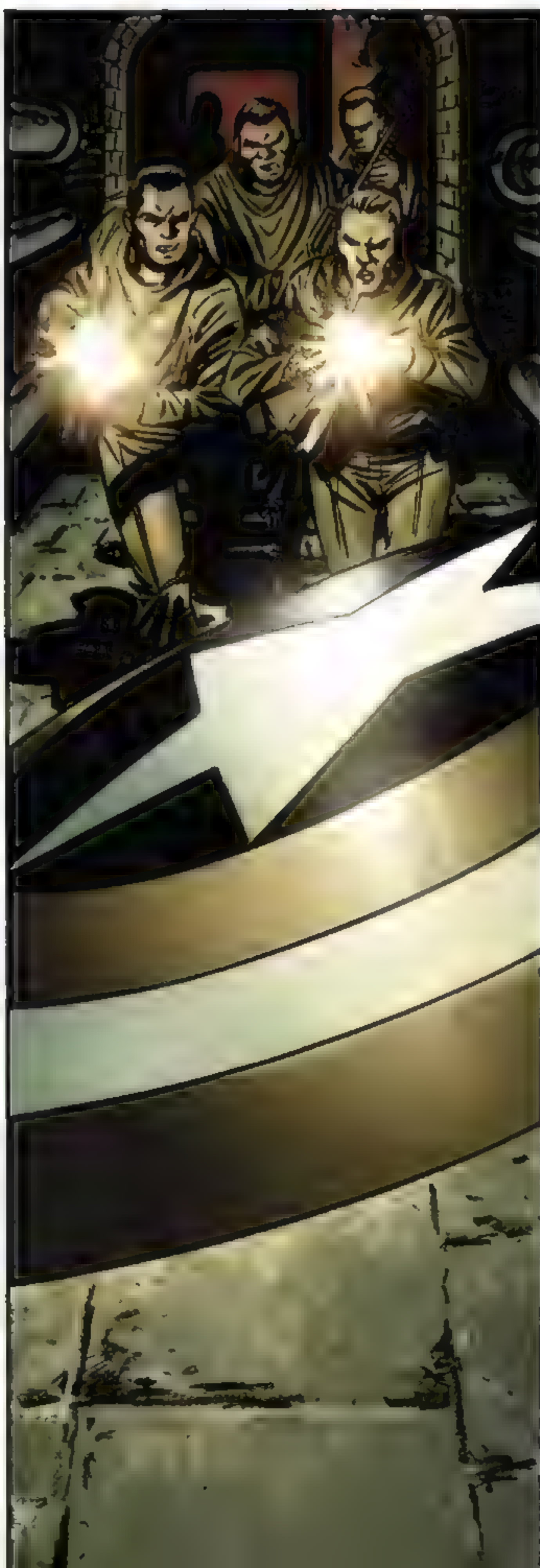


JUST IN CASE.

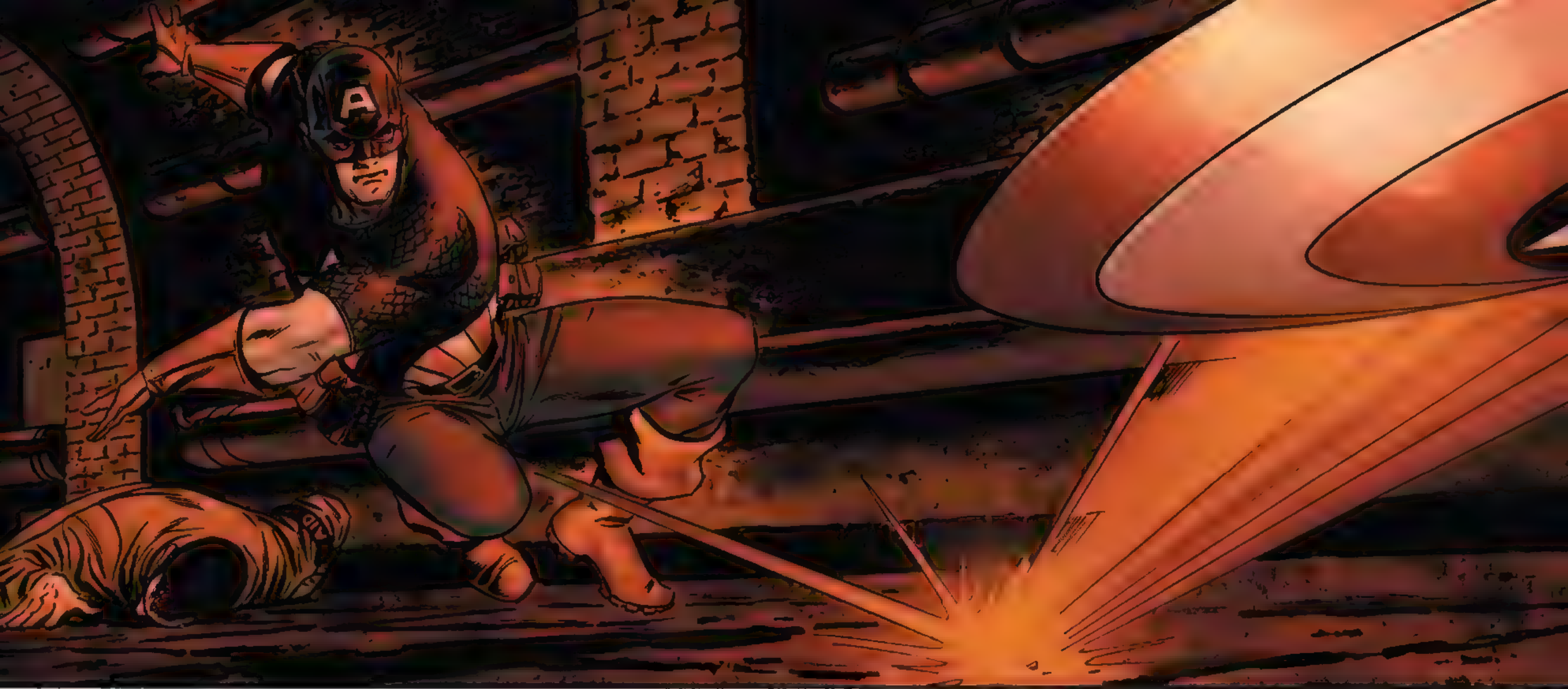
AND TO THINK I'D FORGOTTEN HOW FRUSTRATING YOU COULD BE...

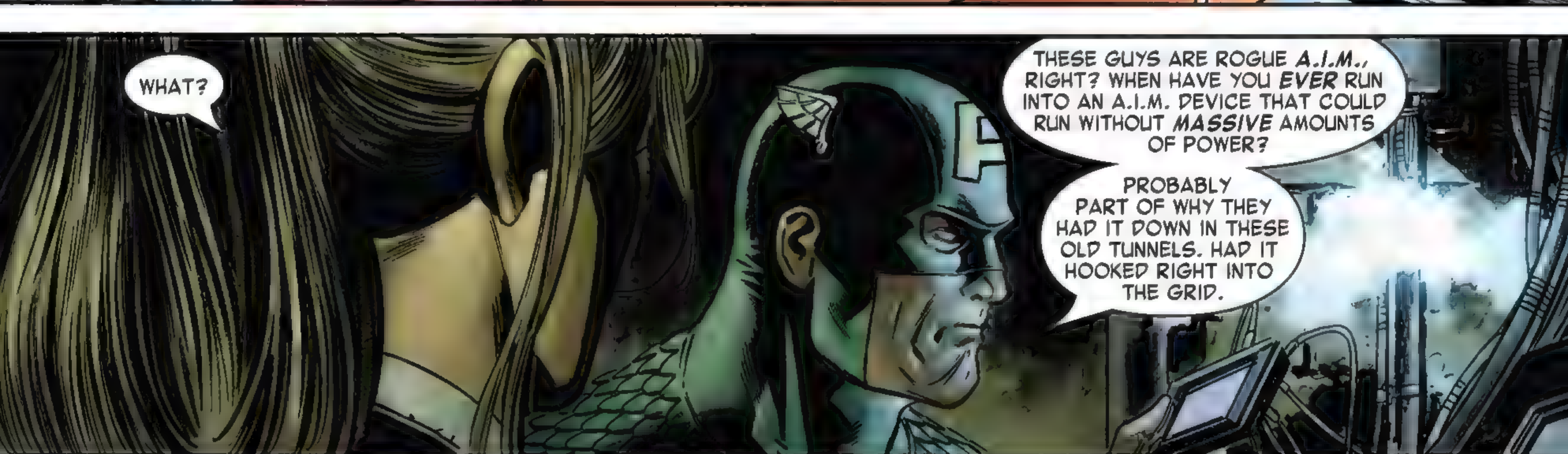
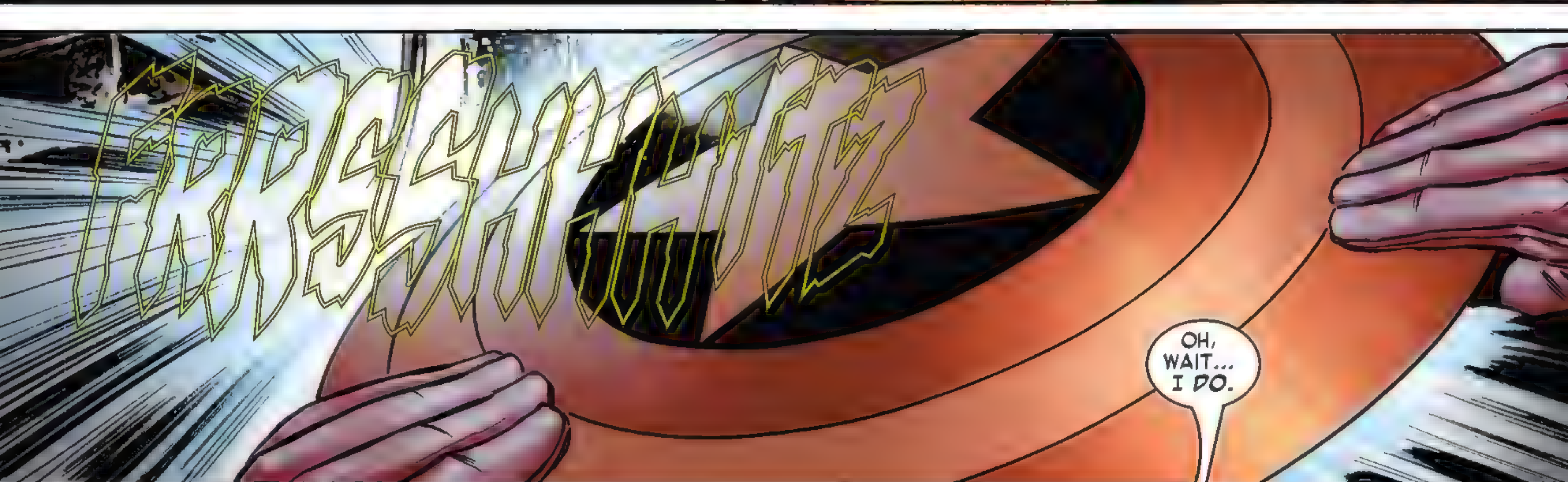








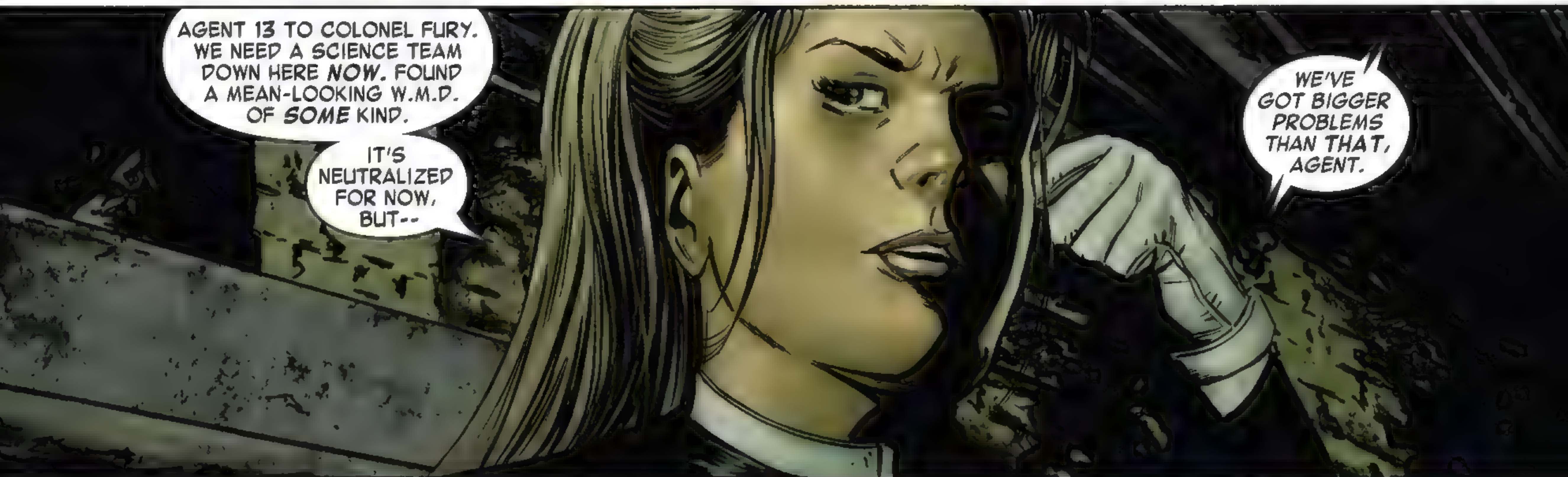






THAT'S
NOT
ENOUGH?

NOT FOR
THE SKULL. NOT
USUALLY.



AGENT 13 TO COLONEL FURY.
WE NEED A SCIENCE TEAM
DOWN HERE NOW. FOUND
A MEAN-LOOKING W.M.D.
OF SOME KIND.

IT'S
NEUTRALIZED
FOR NOW,
BUT--

WE'VE
GOT BIGGER
PROBLEMS
THAN THAT,
AGENT.



GOT A
WEIRD ENERGY
SIGNATURE OFF
THAT GLASS CASE,
SO WE RAN A THERMAL
SCAN...AND NOW
WE KNOW WHAT
WAS INSIDE
OF IT.



A
COSMIC
CUBE.



WHICH
MEANS WHOEVER
KILLED THE RED
SKULL TONIGHT
HAS GOT IT...



"...AND WE STILL
HAVE NO IDEA
WHO THAT IS."



IT'S ME... NO, NO, WE
DIDN'T GET A CALL
EITHER. BUT NOW I
KNOW WHY.

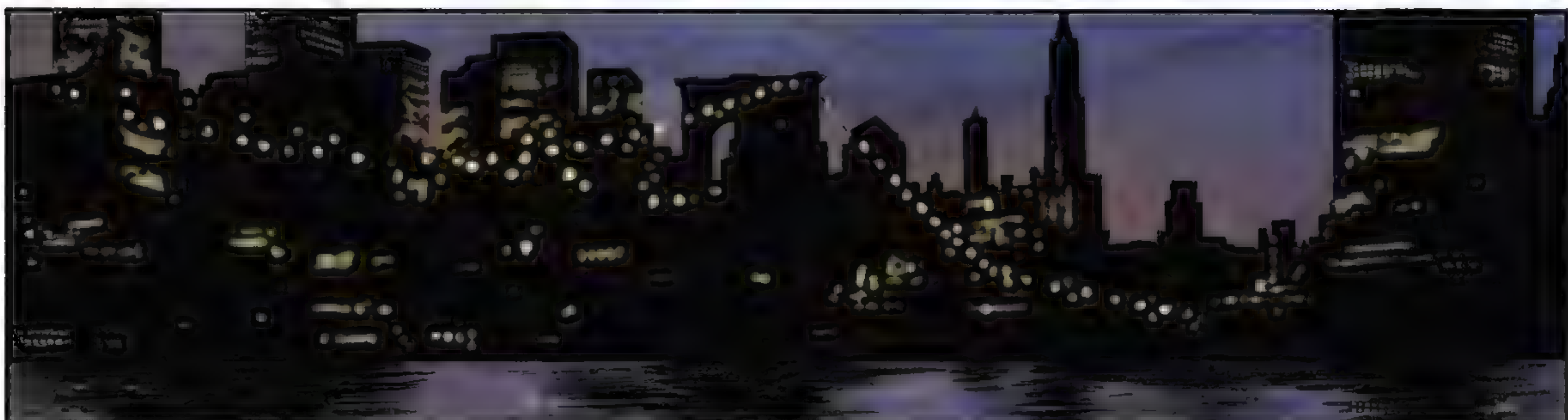
BECAUSE
SOMEBODY
KILLED
HIM.



I DON'T KNOW HOW, BUT
THEY DID...WELL, WHAT THE
HELL DO YOU THINK YOU
SHOULD DO, IDIOT?

SET
YOUR FRIGGIN'
TIMER AND CALL
PARIS AND TELL THEM
TO DO THE SAME
THING.

HE MAY NOT
BE HERE TO SEE
IT, BUT THIS WORLD
IS GONNA BURN
TONIGHT IN HIS
MEMORY.





CAPTAIN AMERICA #3
"OUT OF TIME PART 3"

 **Deserted Tunnels in the
London Tube System**



HE SAID
THE RED
SKULL IS
DEAD?

YEAH,
BUT HE DIDN'T
SAY HOW HE
KNEW OR--

THOSE
WERE HIS
EXACT
WORDS?



I DON'T KNOW, YEAH...HE
SAID SOMEONE KILLED HIM,
AND THAT'S WHY HE HADN'T
CALLED...

OH, AND HE
SAID WE SHOULD
SET THE **TIMER**
ON THE DEVICE AND
TELL PARIS TO SET
THEIRS.



WANTS TO
GO AHEAD AND
BLOW THESE PLACES
TO HELL AS A
MEMORIAL, I
GUESS...

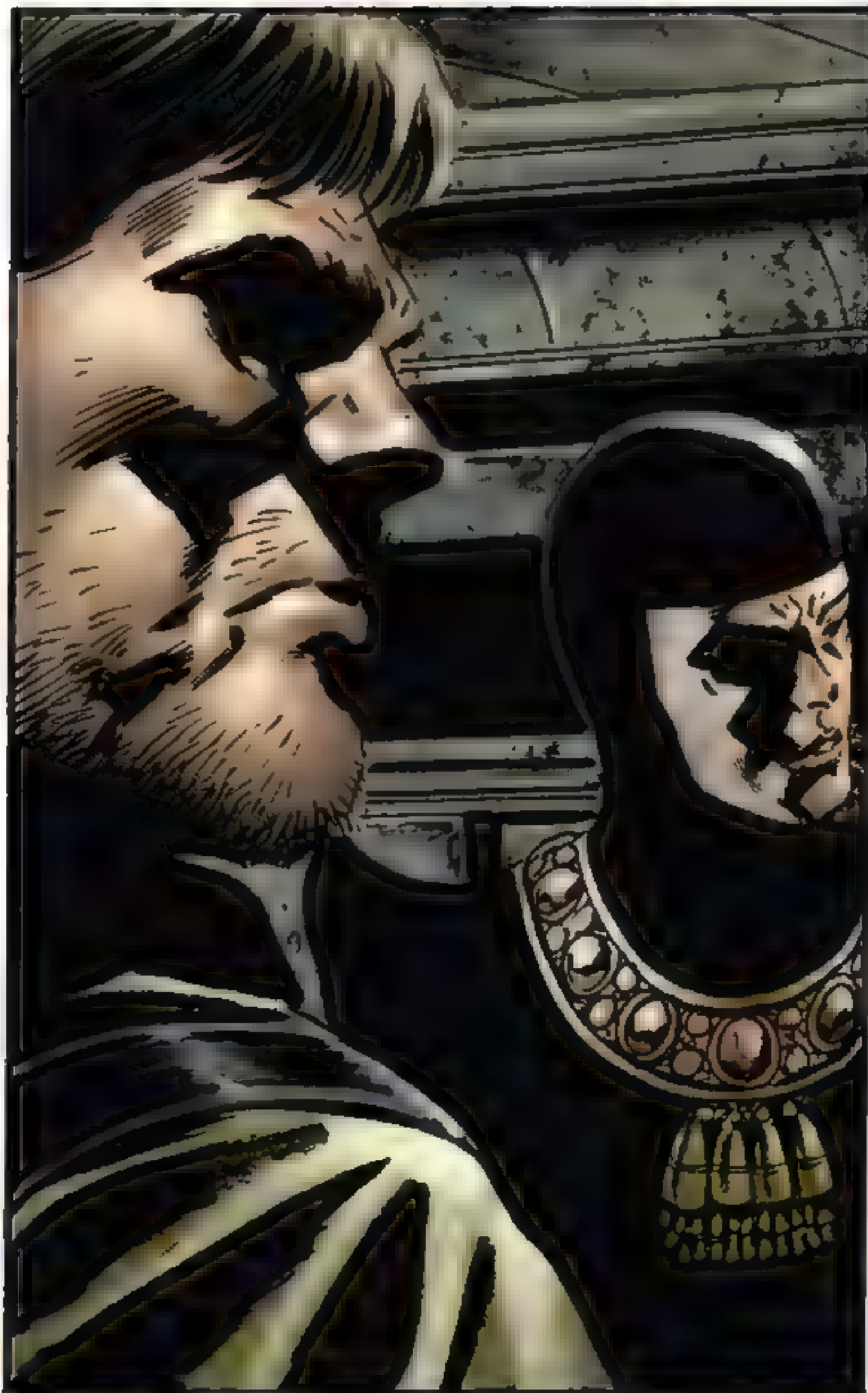
YOU SHOULD
HAVE **CALLED**
ME TO THE COM
SYSTEM.

THIS
CAN'T BE.
MY JOHANN...
THIS...



SO, UH, YOU'RE IN
CHARGE...WHAT
SHOULD WE
DO?

JUST LET
ME **THINK** A
MOMENT. I
CAN'T EVEN
GET MY--



DID YOU
JUST HEAR--?
WAS THAT
GUNFIRE?

 S.H.I.E.L.D. Sub-Carrier—

CURRENTLY OVER THE ATLANTIC OCEAN, MOVING AT TOP SPEED

--ESTIMATED TIME OF ARRIVAL IS ONE HOUR TWENTY MINUTES, SO I WANT TO KNOW **EXACTLY** WHAT WE'RE LOOKING AT HERE.

CONTAINMENT LEVELS, CIVILIAN TRAFFIC, EVERYTHING.

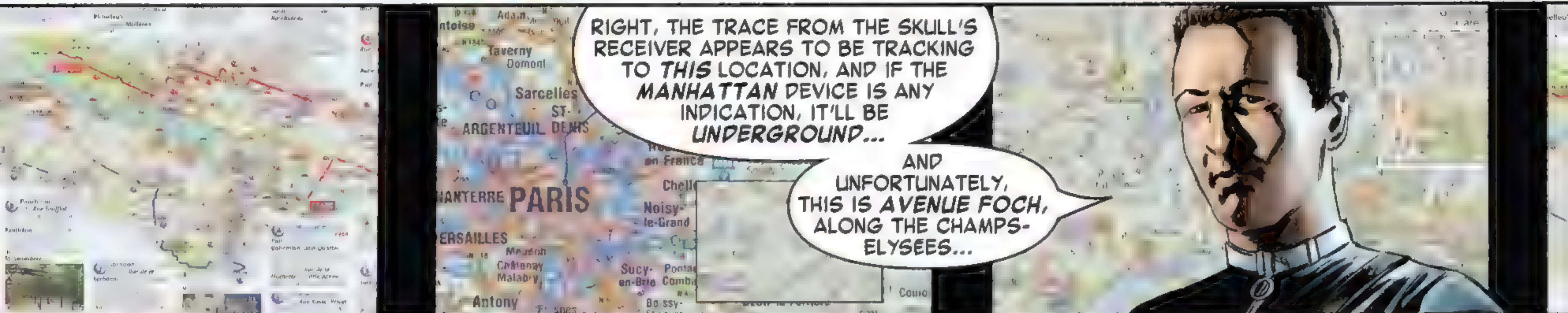
AND SOMEONE GET ME A **LINK-UP** WITH WHOEVER'S HANDLING THE **LONDON TEAM**. THEY SHOULD BE INSIDE BY NOW.

YES, MA'AM. I'LL GET ON IT. AGENT HEINBERG HAS BEEN WORKING ON THE DATA FOR OUR STRIKE.



RIGHT, THE TRACE FROM THE SKULL'S RECEIVER APPEARS TO BE TRACKING TO **THIS LOCATION**, AND IF THE **MANHATTAN DEVICE** IS ANY INDICATION, IT'LL BE **UNDERGROUND...**

AND UNFORTUNATELY, THIS IS **AVENUE FOCH**, ALONG THE **CHAMPS-ELYSEES...**

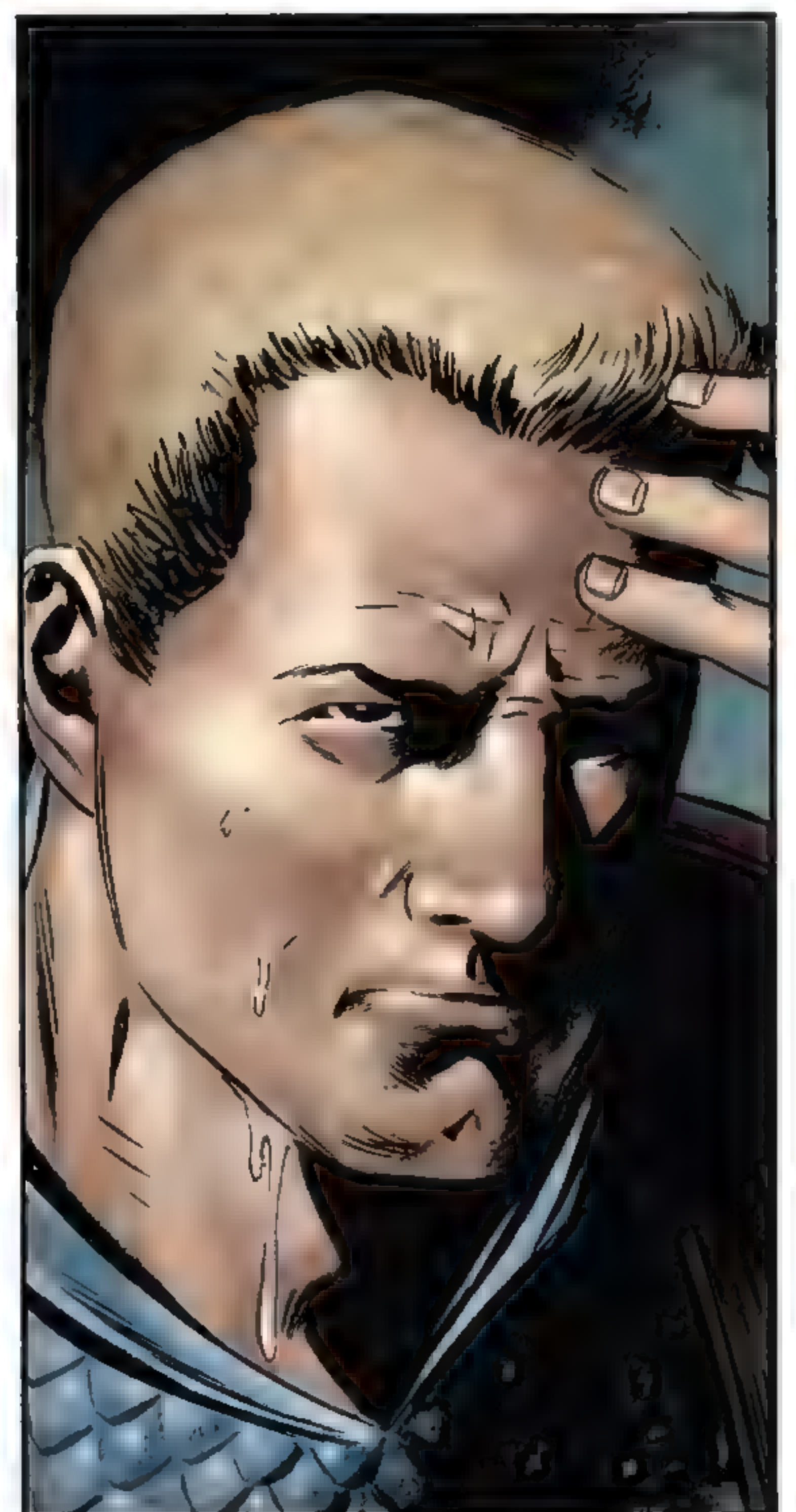
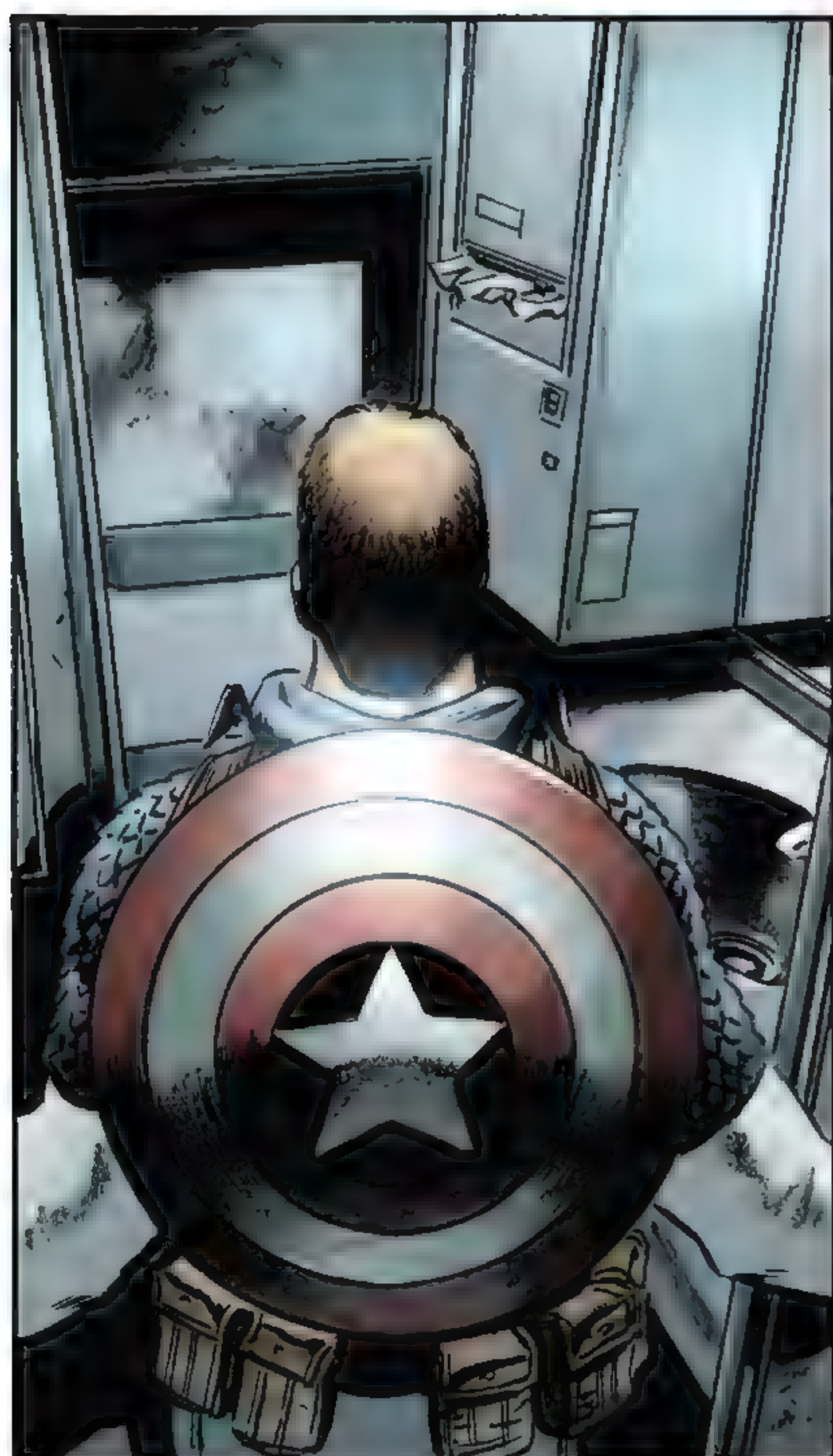


...SO WE'RE LOOKING AT A **SERIOUS TARGET-RICH ENVIRONMENT** IF THIS GOES **BADLY**.

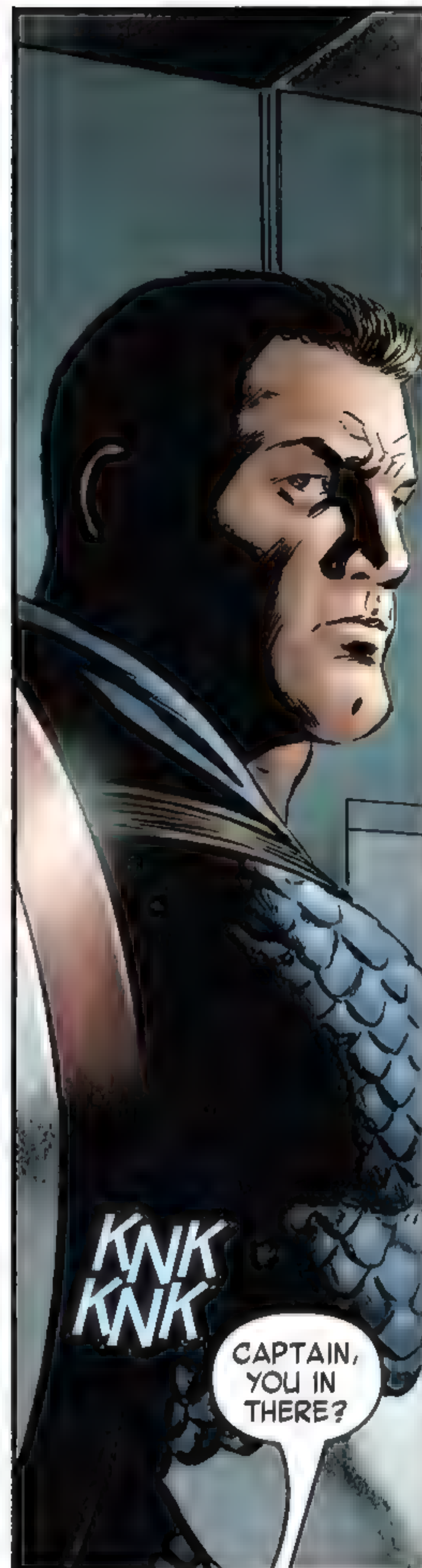
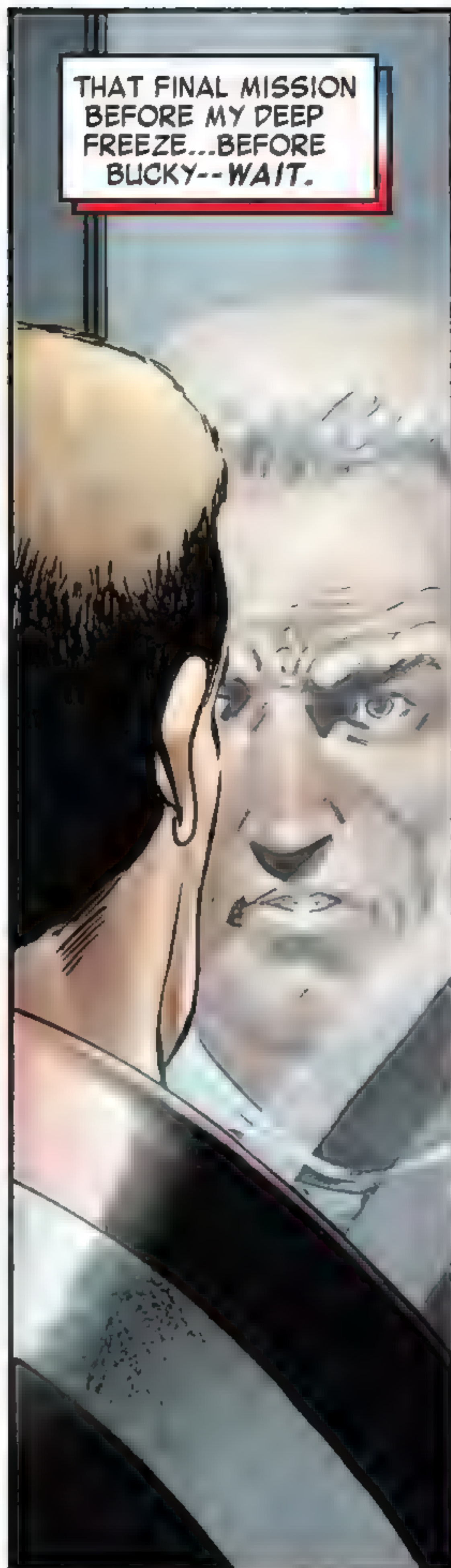
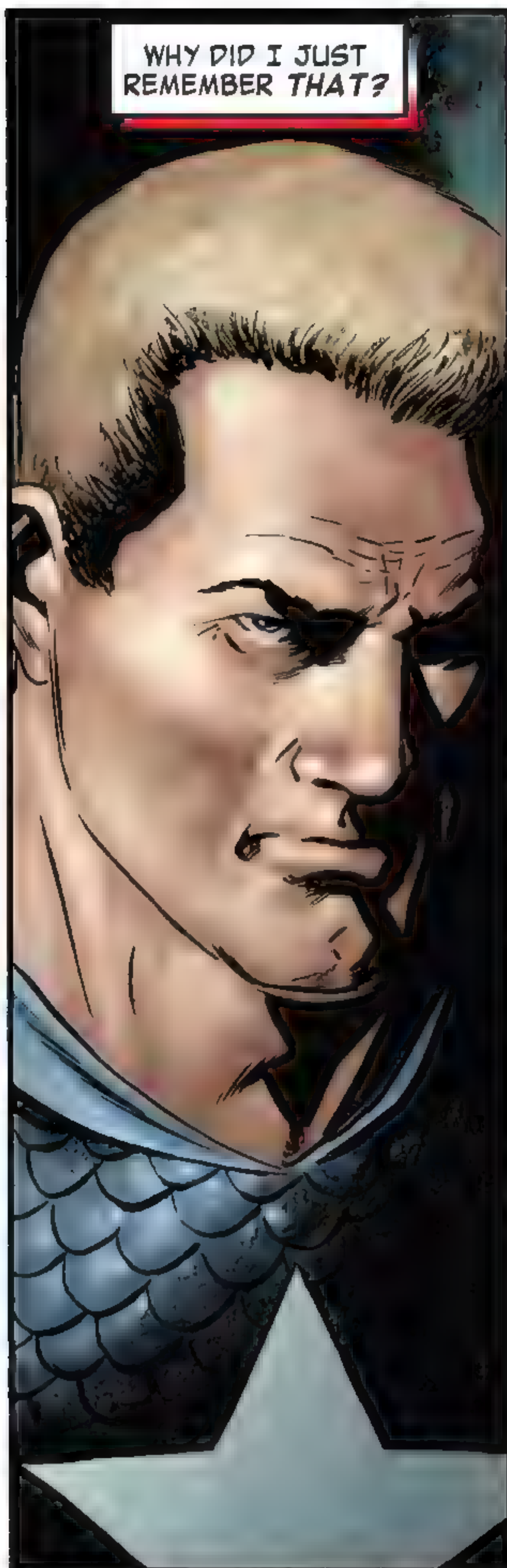
HOLD THAT THOUGHT, HEINBERG. I NEED TO GET SOME **TACTICAL INSIGHT**.

WALK WITH ME.











**London Tube System,
Half an Hour Ago**

...JUST STOPPED TRANSMITTING THE SIGNAL ENTIRELY. LIKE SOMEONE TURNED OFF A SWITCH.

WELL, THAT'S JUST BLOODY PERFECT, ISN'T IT?



SIR, I'VE GOT A DEAD BODY HERE. LOOKS LIKE ONE OF THE GROUP WE'RE AFTER-- ADVANCED IDEAS IN DESTRUCTION.



MORE OF THE SAME DOWN THIS RUN.



BLOODY HELL... SOMEONE SLAUGHTERED THE LOT OF THEM.

RIGHT, GIVE US A RECON OF THE AREA. SEE IF ANY OF THESE GEEZERS ARE STILL BREATHING...

...AND PLEASE TELL ME THE BLEEDING FIRE-BOMB IS DOWN HERE SOMEPLACE.



 The Sub-Carrier, Now

HAD AN OLD FRIEND OF YOURS ON LOAN FROM THE BRITISH GOVERNMENT LEADING THE MISSION.

UNION JACK...IT'S BEEN A WHILE.

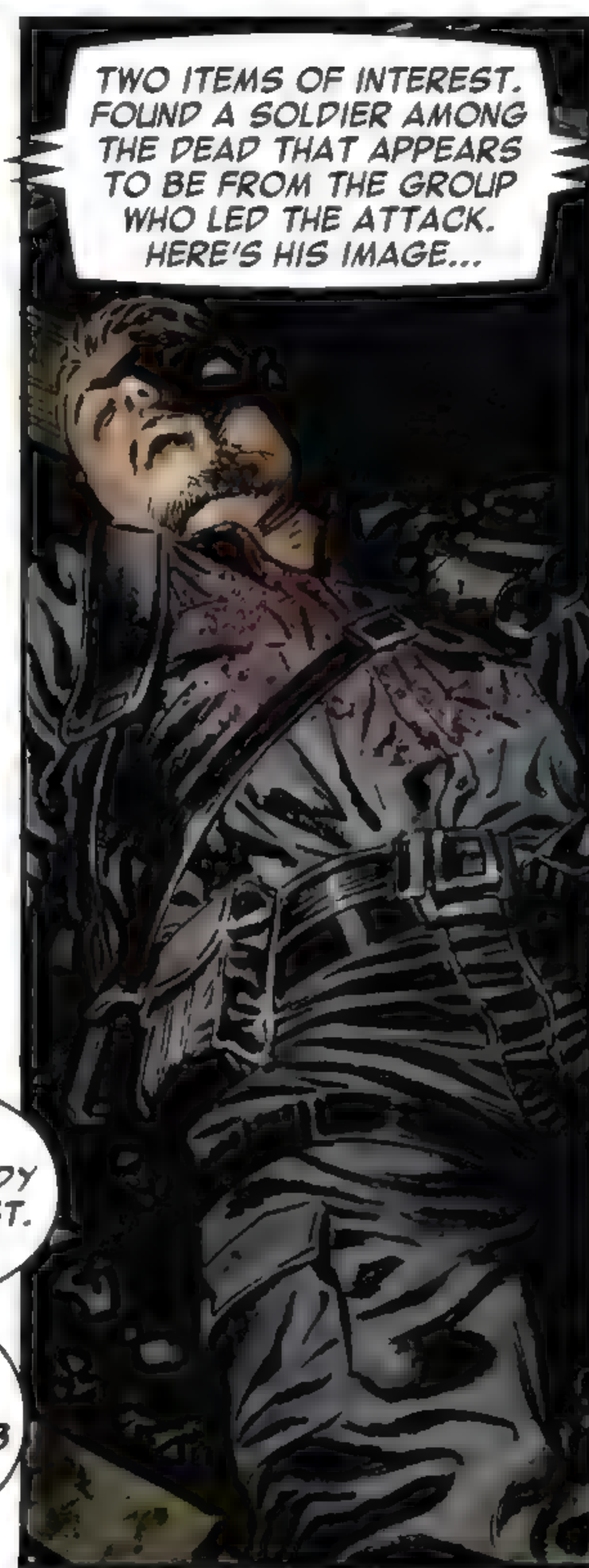
THAT IT HAS, AN' I WISH I HAD BETTER NEWS FOR YOU.



YOU DIDN'T FIND THE SKULL'S MEN?

OH, WE FOUND 'EM, ALL RIGHT, BUT SOMEBODY ELSE FOUND 'EM FIRST. CUT THEM TO PIECES.

AND TO TOP IT OFF, APPEARS THEY SNATCHED THE BOMB WE WERE SENT IN AFTER.

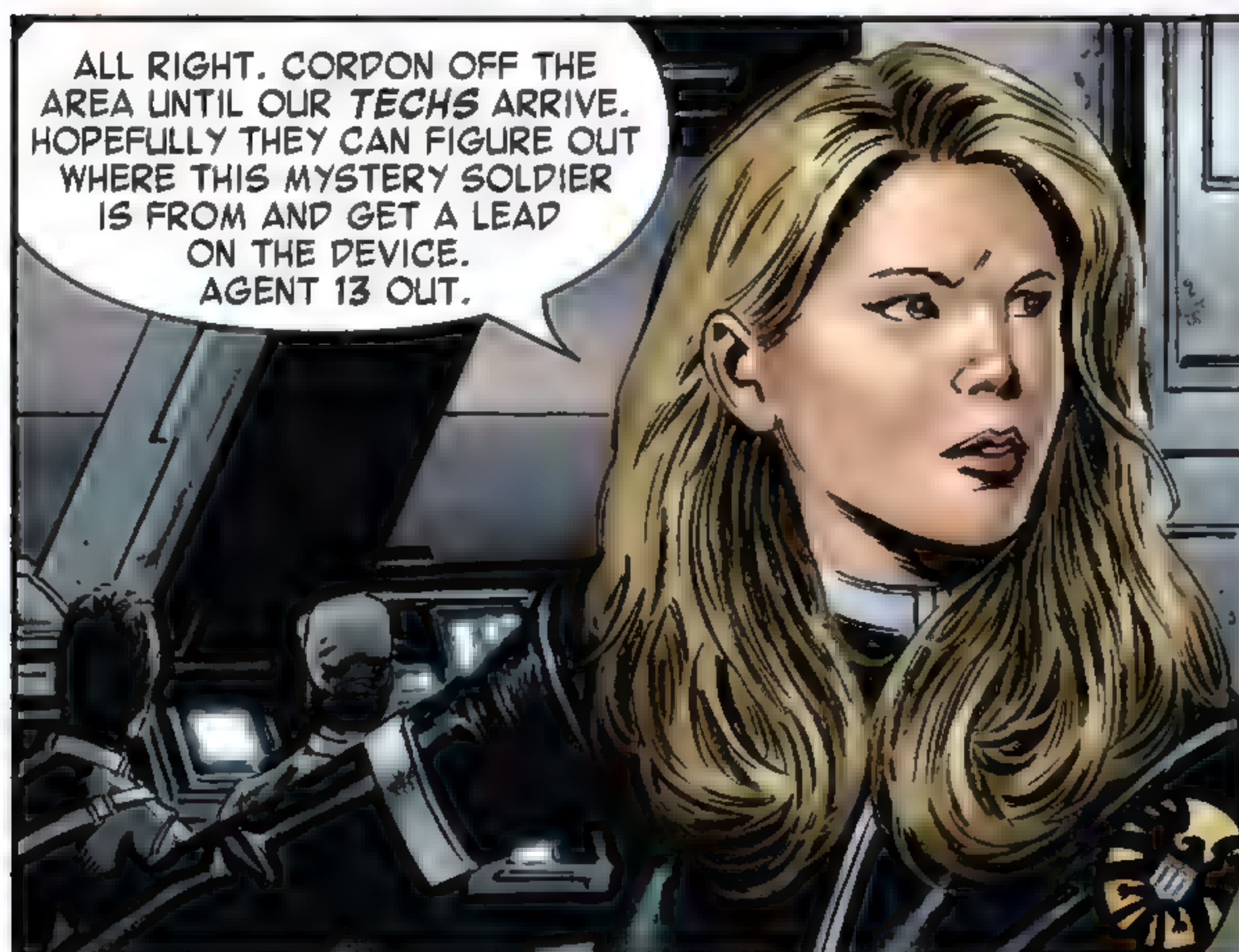


TWO ITEMS OF INTEREST. FOUND A SOLDIER AMONG THE DEAD THAT APPEARS TO BE FROM THE GROUP WHO LED THE ATTACK. HERE'S HIS IMAGE...



AN' I FOUND THIS ONE PERSONALLY, IN WHAT I'M ASSUMIN' WAS THEIR COMMAND CENTER. ANYBODY YOU KNOW?

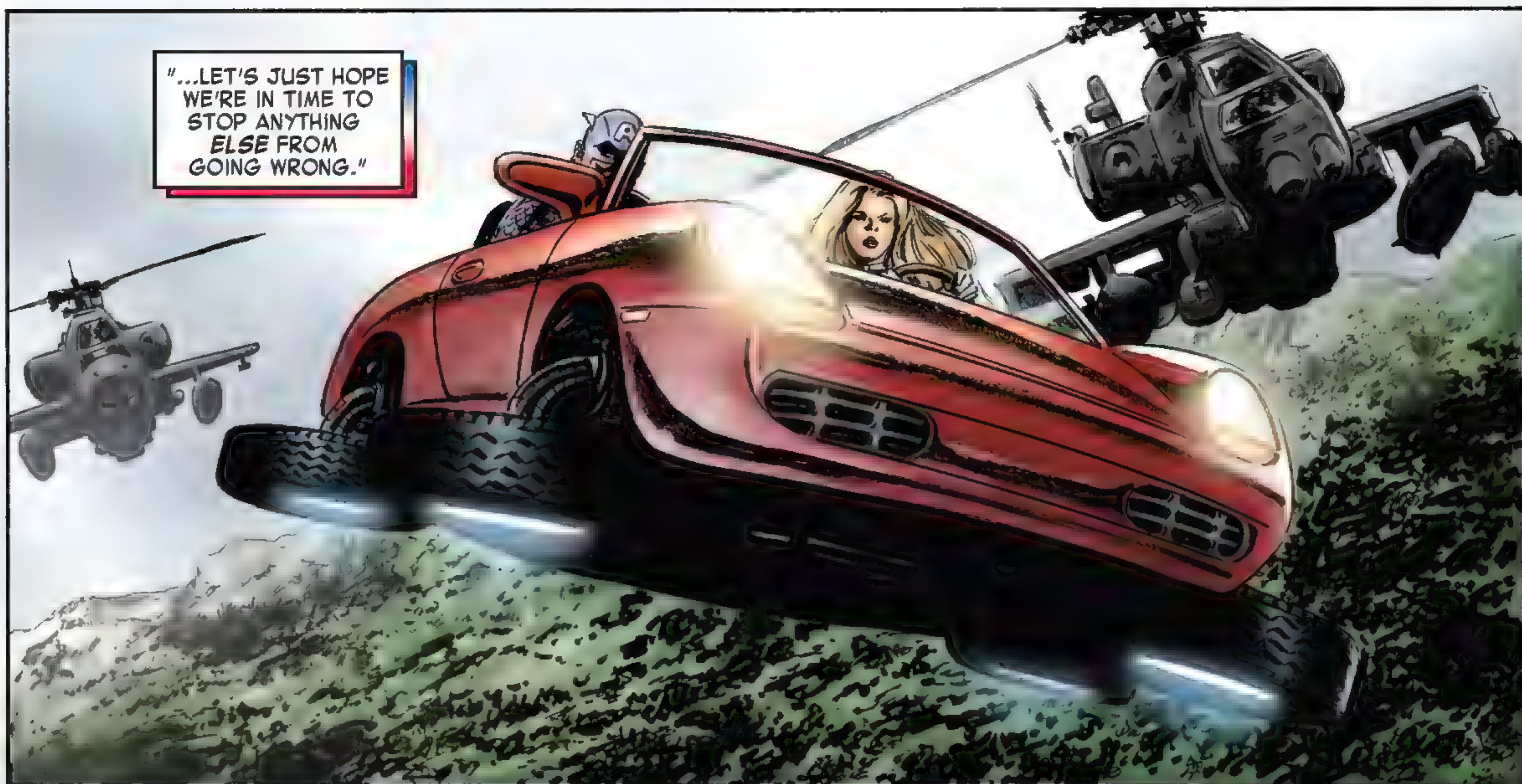
HER NAME IS MOTHER NIGHT. SHE WORKED FOR THE RED SKULL...ONE OF HIS LIEUTENANTS.



ALL RIGHT. CORDON OFF THE AREA UNTIL OUR TECHS ARRIVE. HOPEFULLY THEY CAN FIGURE OUT WHERE THIS MYSTERY SOLDIER IS FROM AND GET A LEAD ON THE DEVICE. AGENT 13 OUT.



THE COSMIC CUBE AND ONE OF THE SKULL'S W.M.D.S ON THE LOOSE...THIS NIGHT JUST GETS BETTER AND BETTER...



"...LET'S JUST HOPE
WE'RE IN TIME TO
STOP ANYTHING
ELSE FROM
GOING WRONG."



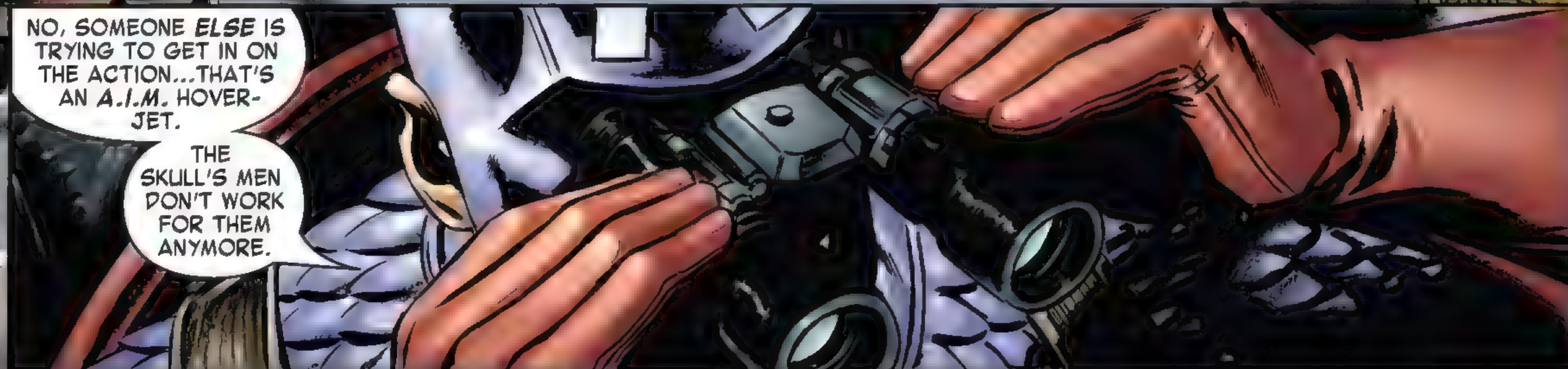
ADVANCE
CHOPPER TO
STRIKE
LEADER.

GO FOR
STRIKE
LEADER.

SCANNER
SHOWS THE DEVICE
ON THE MOVE,
AND WE'VE GOT A
VISUAL OF THE
SCENE...



...LOOKS
LIKE OUR
TARGET IS
MAKING A RUN
FOR IT.

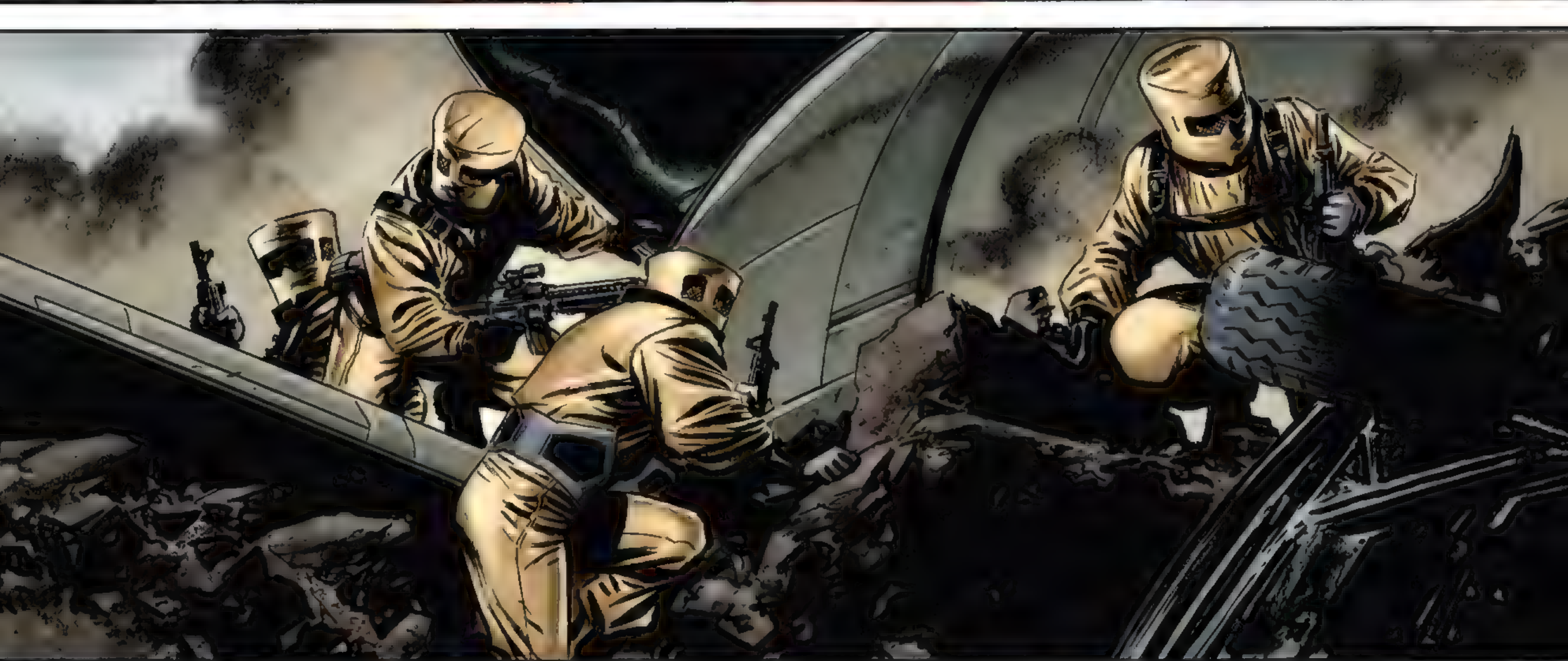
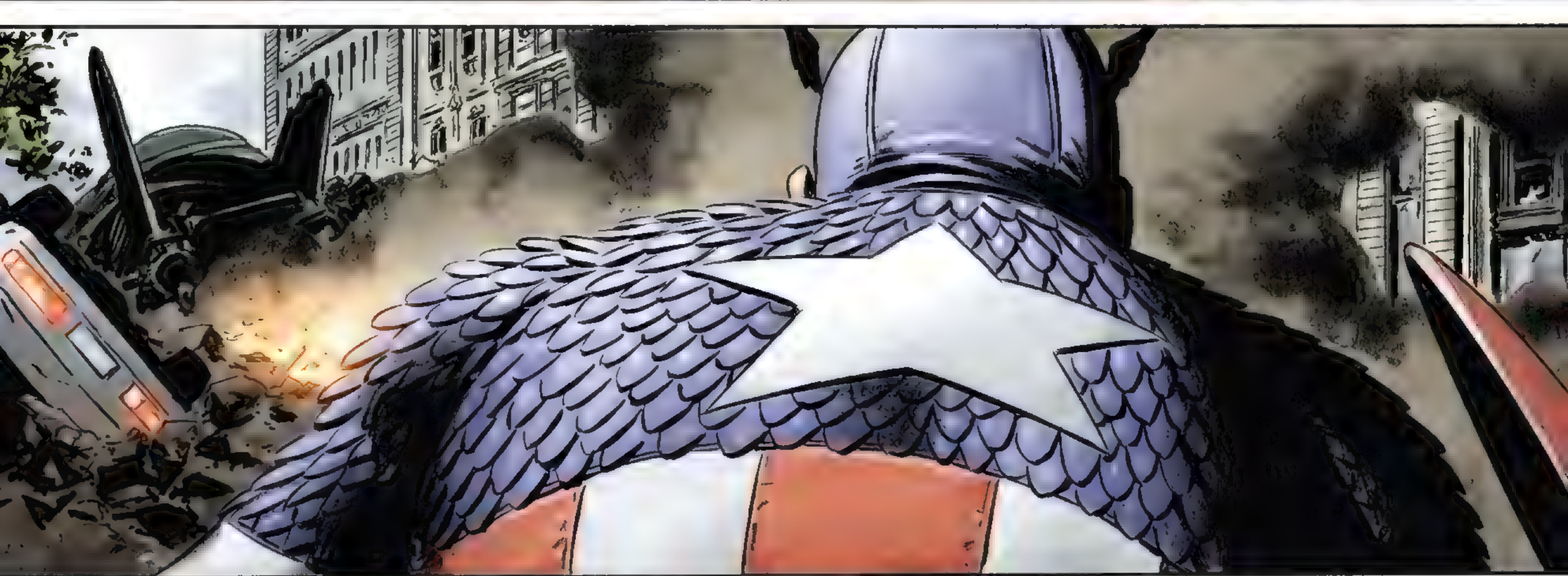


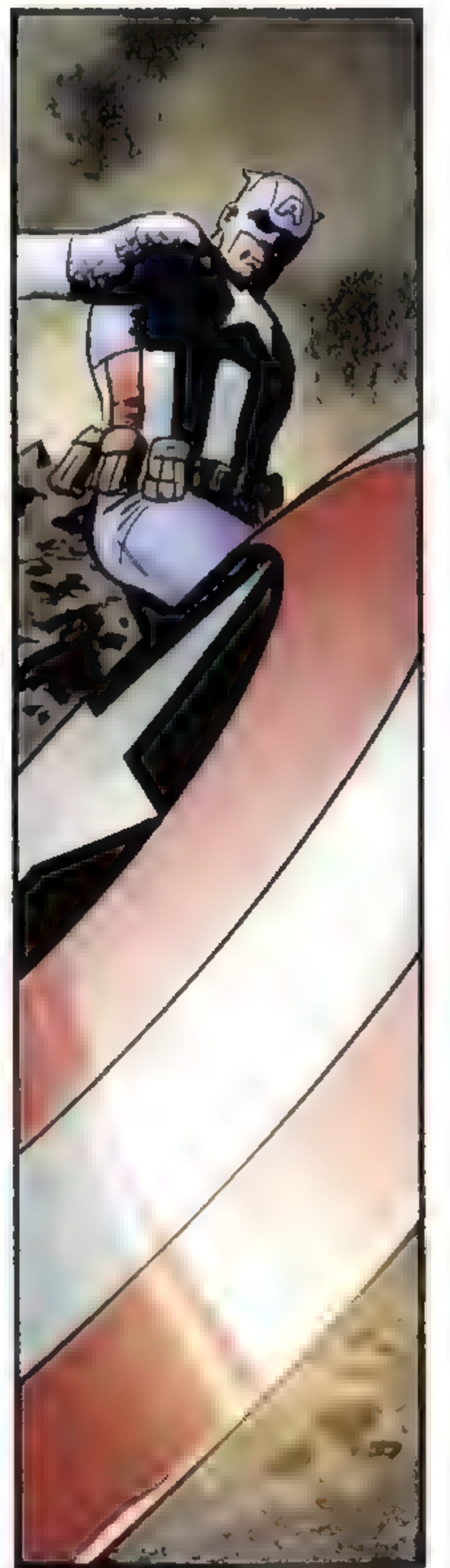
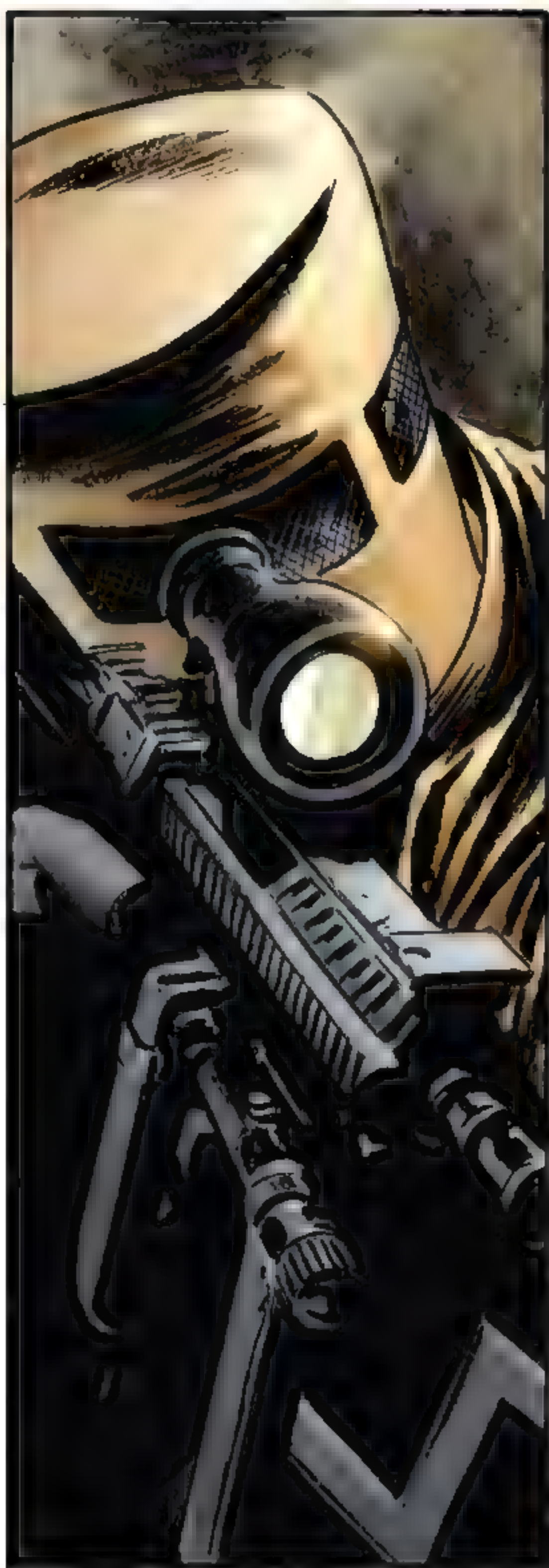
NO, SOMEONE ELSE IS
TRYING TO GET IN ON
THE ACTION...THAT'S
AN A.I.M. HOVER-
JET.

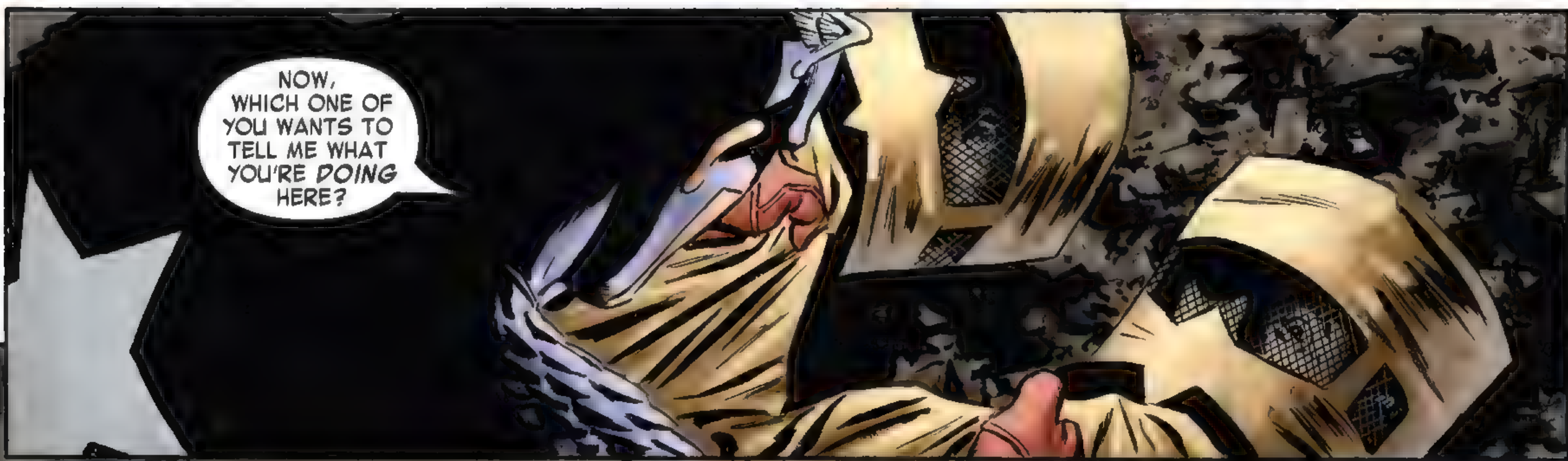
THE
SKULL'S MEN
DON'T WORK
FOR THEM
ANYMORE.

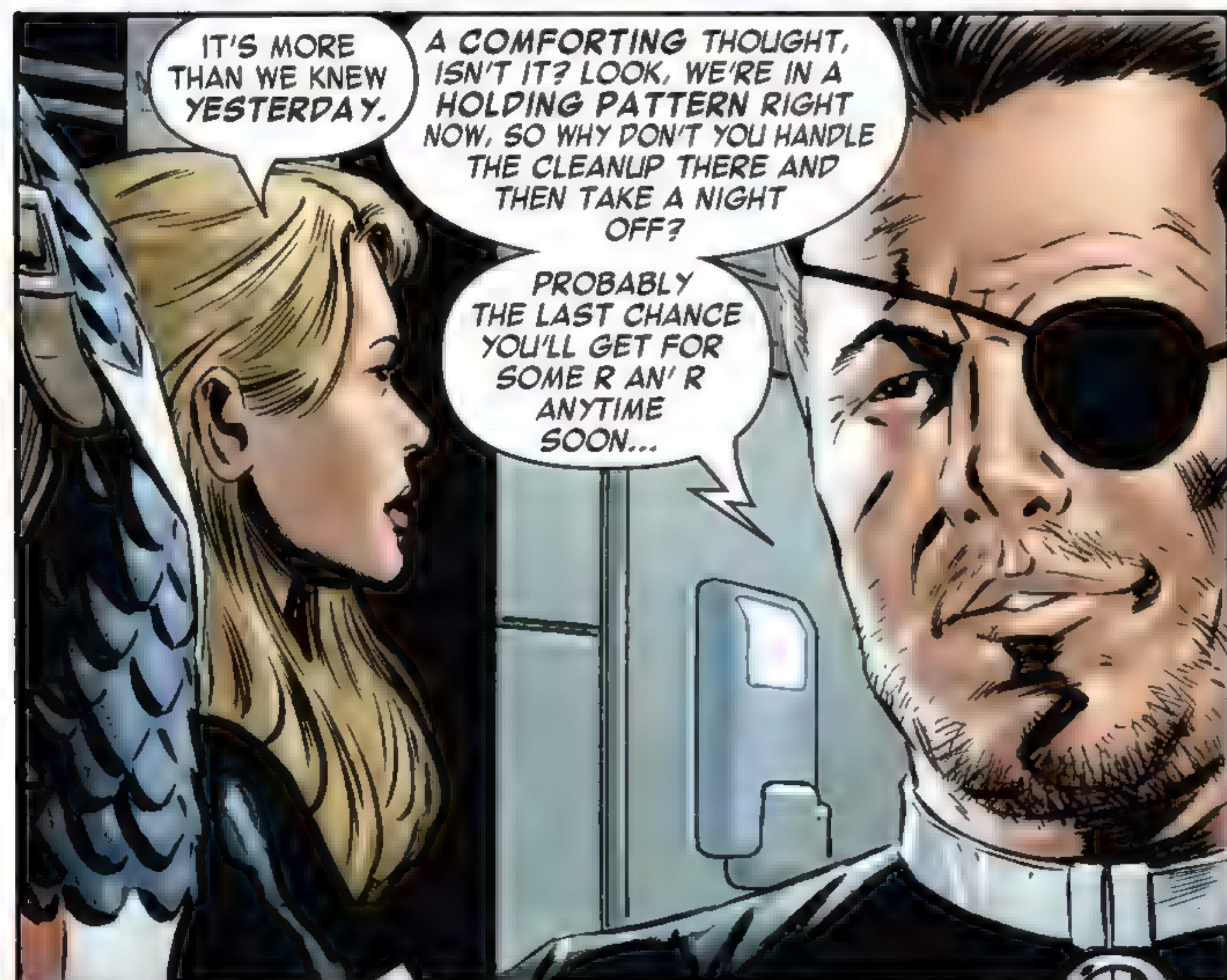












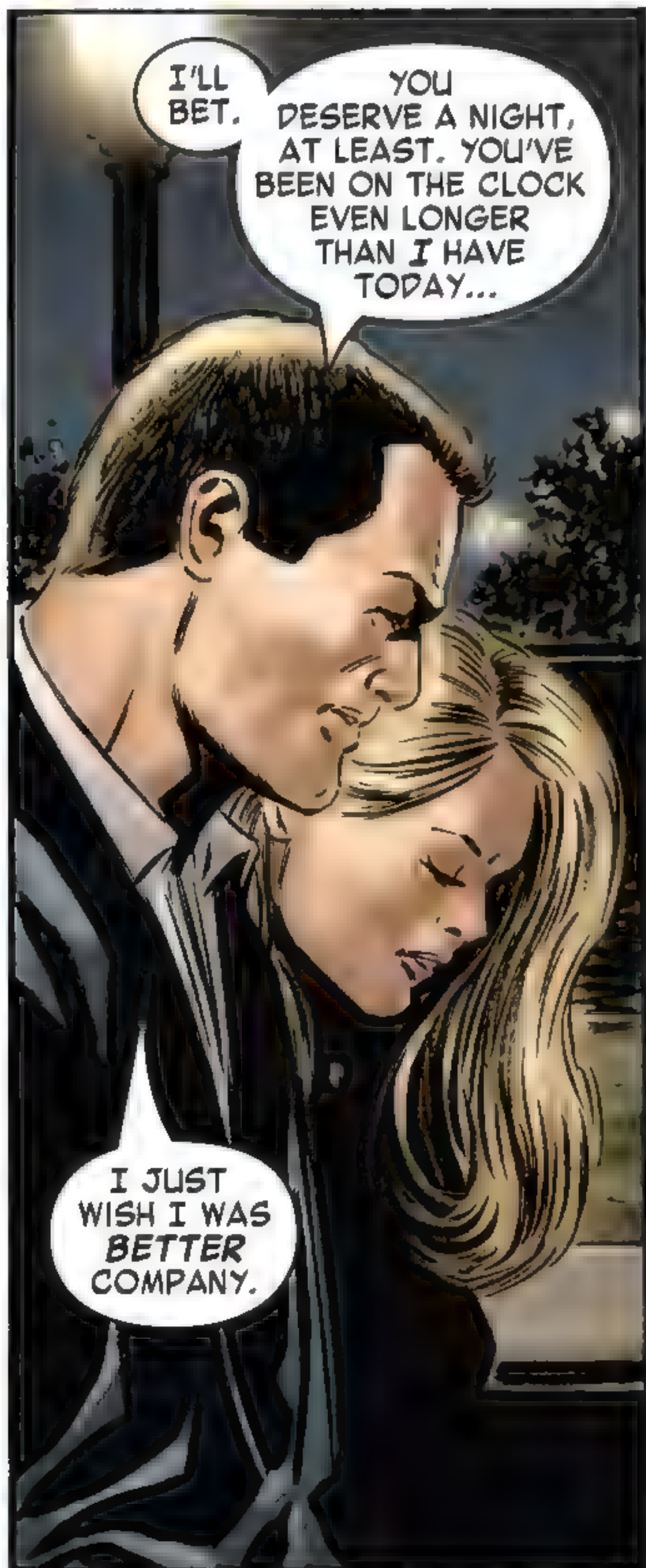


THANKS
FOR THE
COMPANY,
STEVE.



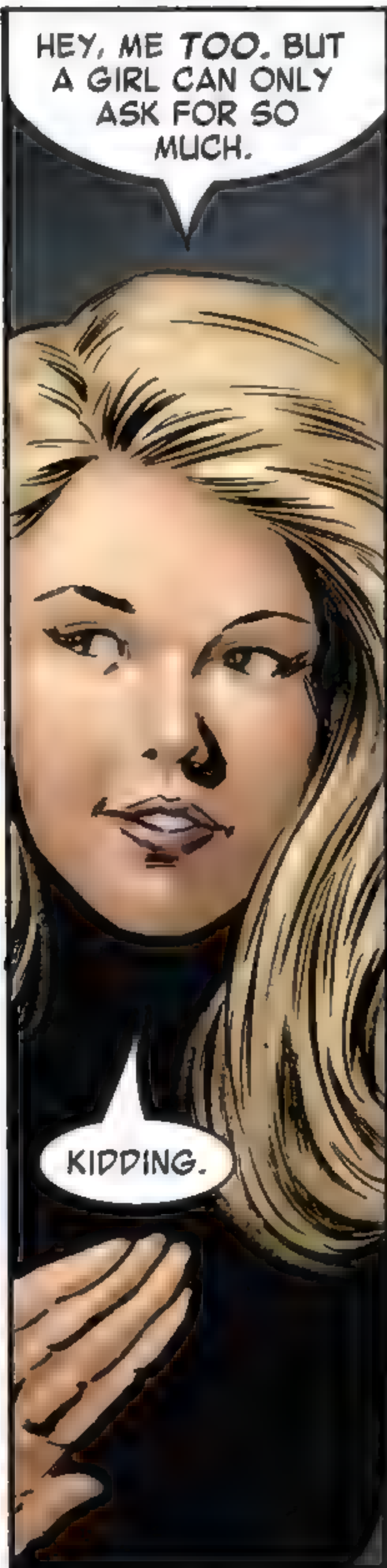
I KNOW IT'S RIDICULOUS,
CONSIDERING EVERYTHING
GOING ON AROUND US, BUT
FURY NEVER GIVES ME
TIME OFF ANYWHERE
GOOD.

MY LAST
FREE NIGHT WAS
IN AFGHANISTAN.
AND THAT'S NOT
EXACTLY A PLACE
WHERE THEY KNOW
HOW TO TREAT
A LADY.



I'LL
BET. YOU
DESERVE A NIGHT,
AT LEAST. YOU'VE
BEEN ON THE CLOCK
EVEN LONGER
THAN I HAVE
TODAY...

I JUST
WISH I WAS
BETTER
COMPANY.



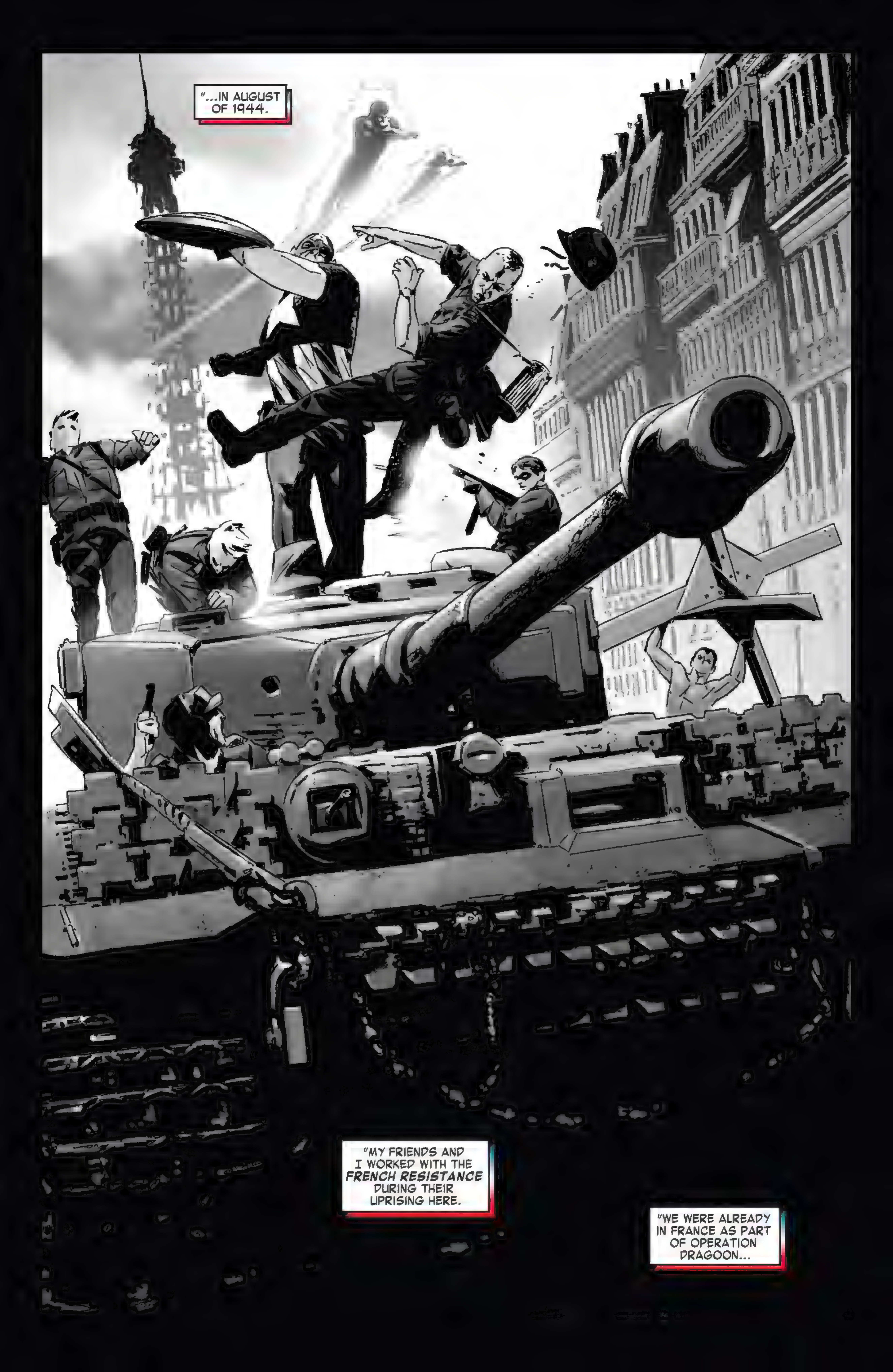
HEY, ME TOO. BUT
A GIRL CAN ONLY
ASK FOR SO
MUCH.

KIDDING.



SO...
THE WAY YOU'RE
LOOKING AROUND,
I'M GUESSING
THIS CITY BRINGS
BACK A LOT OF
MEMORIES?

YEAH, I
WAS FIRST
HERE A LONG
TIME AGO...



"...IN AUGUST
OF 1944.

"MY FRIENDS AND
I WORKED WITH THE
FRENCH RESISTANCE
DURING THEIR
UPRISING HERE.

"WE WERE ALREADY
IN FRANCE AS PART
OF OPERATION
DRAGOON...

"...SO WE WORKED OUR WAY UP FROM THE SOUTH AND MET WITH LEADERS FROM THE *MAQUIS* TO HELP PLAN THE ATTACK.

"I'VE SEEN A LOT OF COMBAT...AND I'D SEEN A LOT BEFORE I GOT TO FRANCE...

"...BUT THE SAVAGERY INFLICTED ON THESE PEOPLE. I NEVER SAW ANYTHING LIKE IT UNTIL WE GOT TO *BUCHENWALD*.

"THAT'S WHY IT REALLY GALLS ME WHEN I HEAR MY OWN PEOPLE DISMISSING THE FRENCH AS COWARDS.

"WE'RE TALKING ABOUT A PEOPLE WHO *NEVER* GAVE UP FIGHTING THE NAZI OCCUPATION. THEIR COUNTRY MAY HAVE SURRENDERED, BUT *THEY* DIDN'T...



"I SAW MEN AND WOMEN, **CIVILIANS**, TAKE ON PANZER DIVISIONS, KNOWING THAT THEIR OWN LOVED ONES WOULD BE **SLAUGHTERED** IN RETRIBUTION BY THE NAZIS.

"IN ONE DAY ALONE, 600 MEN, WOMEN, AND CHILDREN EXECUTED IN THE VILLAGE OF ORADOUR-SUR-GLANE, ALL BECAUSE OF WHAT THE MAQUIS DID ON D-DAY... STOPPING THOSE TANKS FROM GETTING TO NORMANDY.

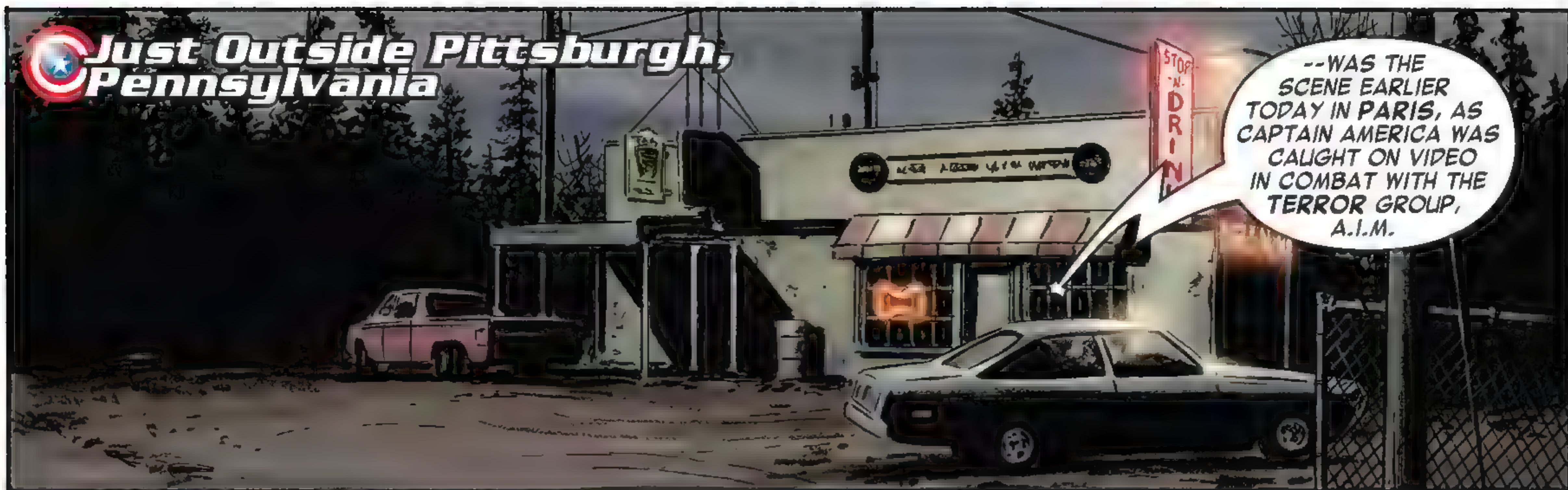
"HAVE YOU EVER SEEN 600 BODIES IN ONE PLACE? OF **COURSE**, YOU HAVE... BUT I **HADN'T** UNTIL THEN...



"SO, WE WERE **PROUD** TO HELP THEM TAKE BACK PARIS.

"THE **VICTORY PARADE** CAME RIGHT DOWN THIS WAY AND UP THROUGH THE CHAMPS-ELYSEES. MY FRIENDS AND I WATCHED FROM THE SIDELINES..."





**Just Outside Pittsburgh,
Pennsylvania**

--WAS THE
SCENE EARLIER
TODAY IN PARIS, AS
CAPTAIN AMERICA WAS
CAUGHT ON VIDEO
IN COMBAT WITH THE
TERROR GROUP,
A.I.M.



AND
THOUGH THERE WAS
CONSIDERABLE DAMAGE
TO THE AREA, FRENCH
PRESIDENT CHIRAC THIS
EVENING PRAISED THE
ACTIONS OF AMERICA'S
HERO...

LOOK'A
THAT. EVEN THE
FRIGGIN' FRENCH
LOVE THAT
GUY...

'COURSE
THEY DO. HE'S
THE REAL THING,
MAN...I SHOULD
KNOW...



...I USE'TA
WORK WITH
HIM.



SURE YA DID, JACK. JUST
LIKE YA SAW ELVIS BEFORE
HE WAS FAMOUS...WORKED
WITH CAPTAIN AMERICA,
RIGHT.

I DID!
I WAS HIS
FREAKIN'
PARTNER!

KSSH!



EASY ON THE
GLASSWARE,
JACK...JUST
CHILL OUT...

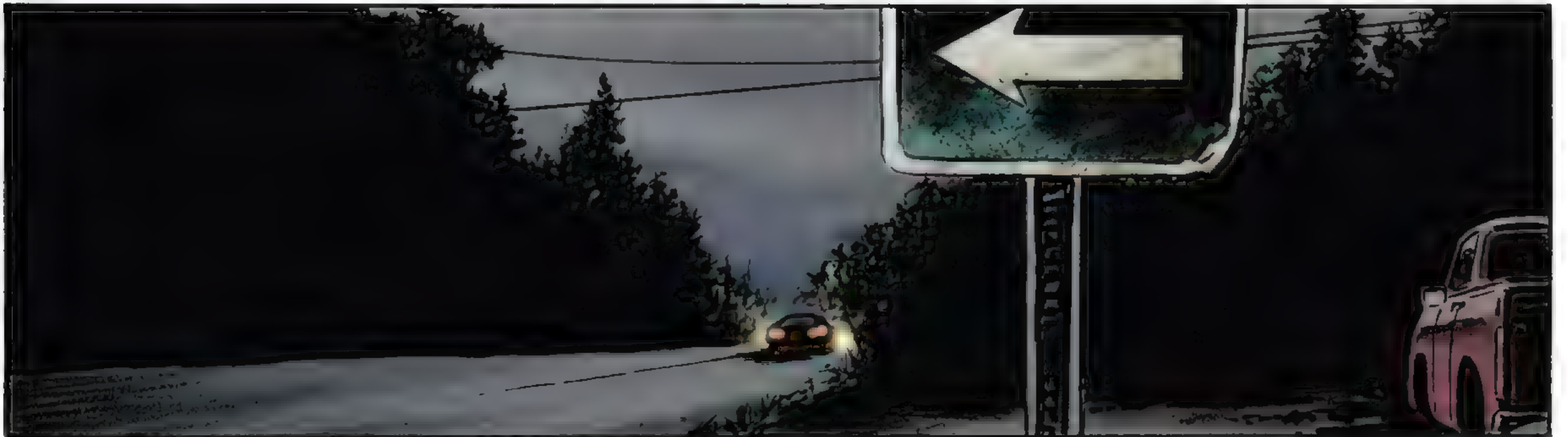
GET YER
HANDS OFF
ME...



WHAT'S
WITH HIM?

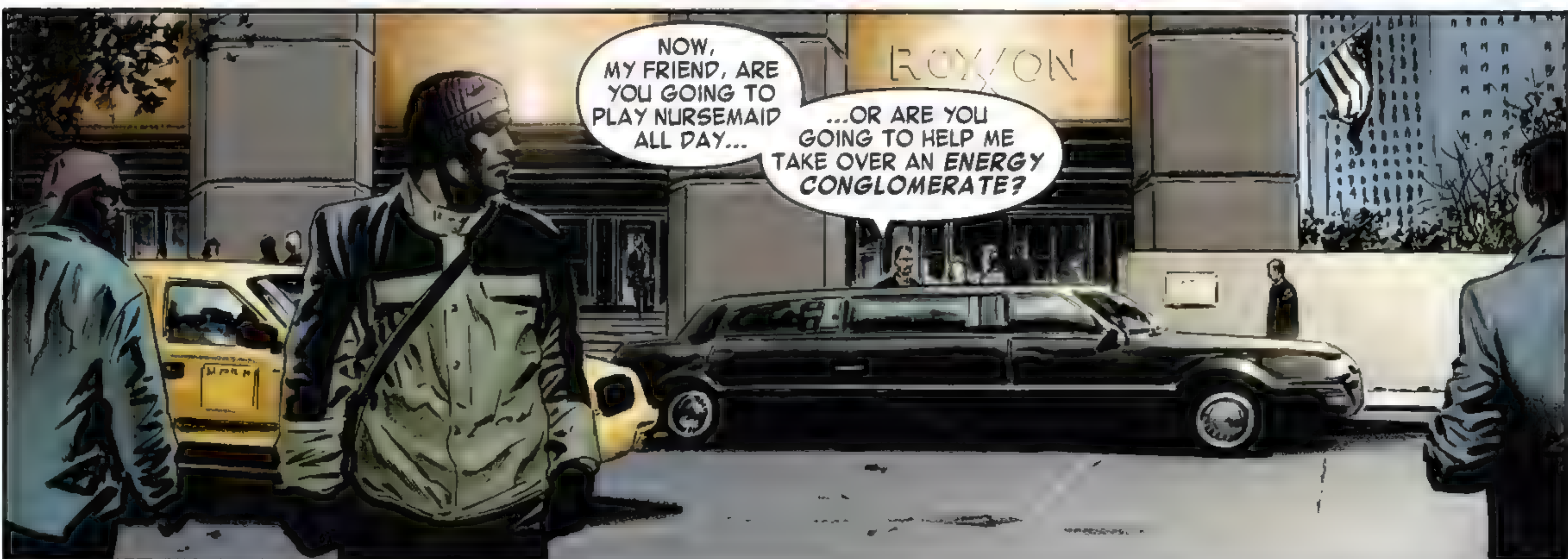
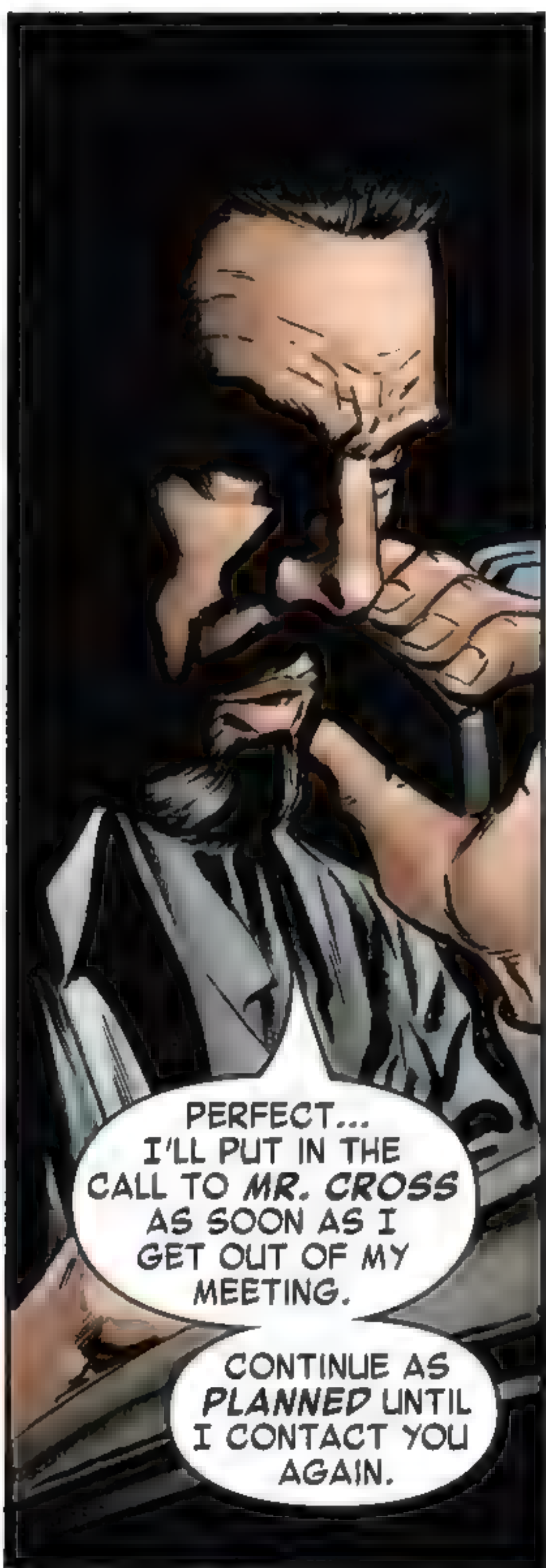
THAT GUY?
BEEN DRINKIN'
HERE FOR ABOUT A
YEAR NOW...ALWAYS
ONE CRAZY STORY
AFTER TH' OTHER...
BIG CHIP ON HIS
SHOULDER.

KINDA SAD,
REALLY...

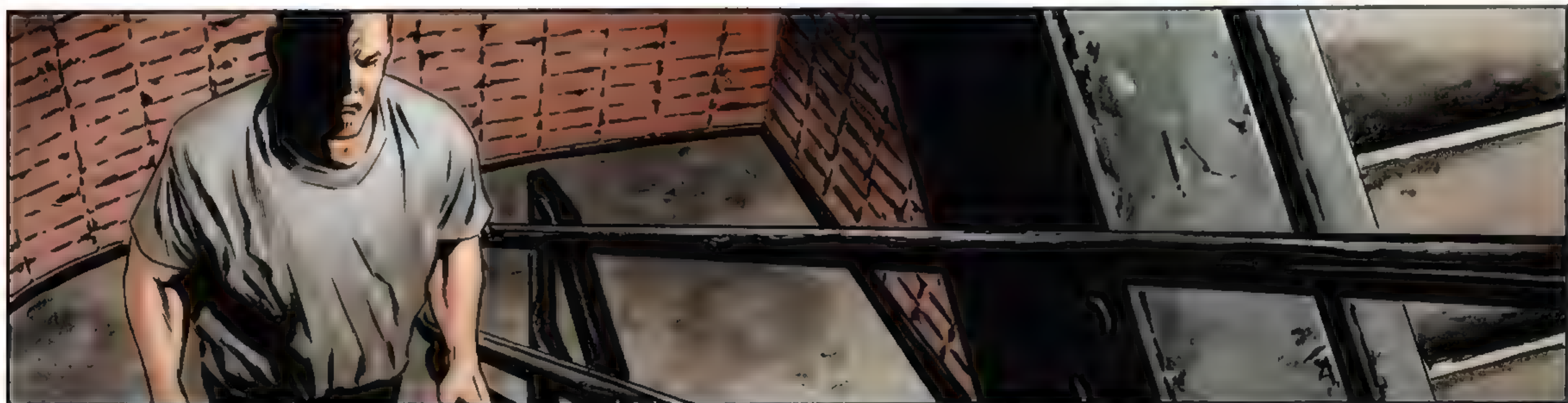
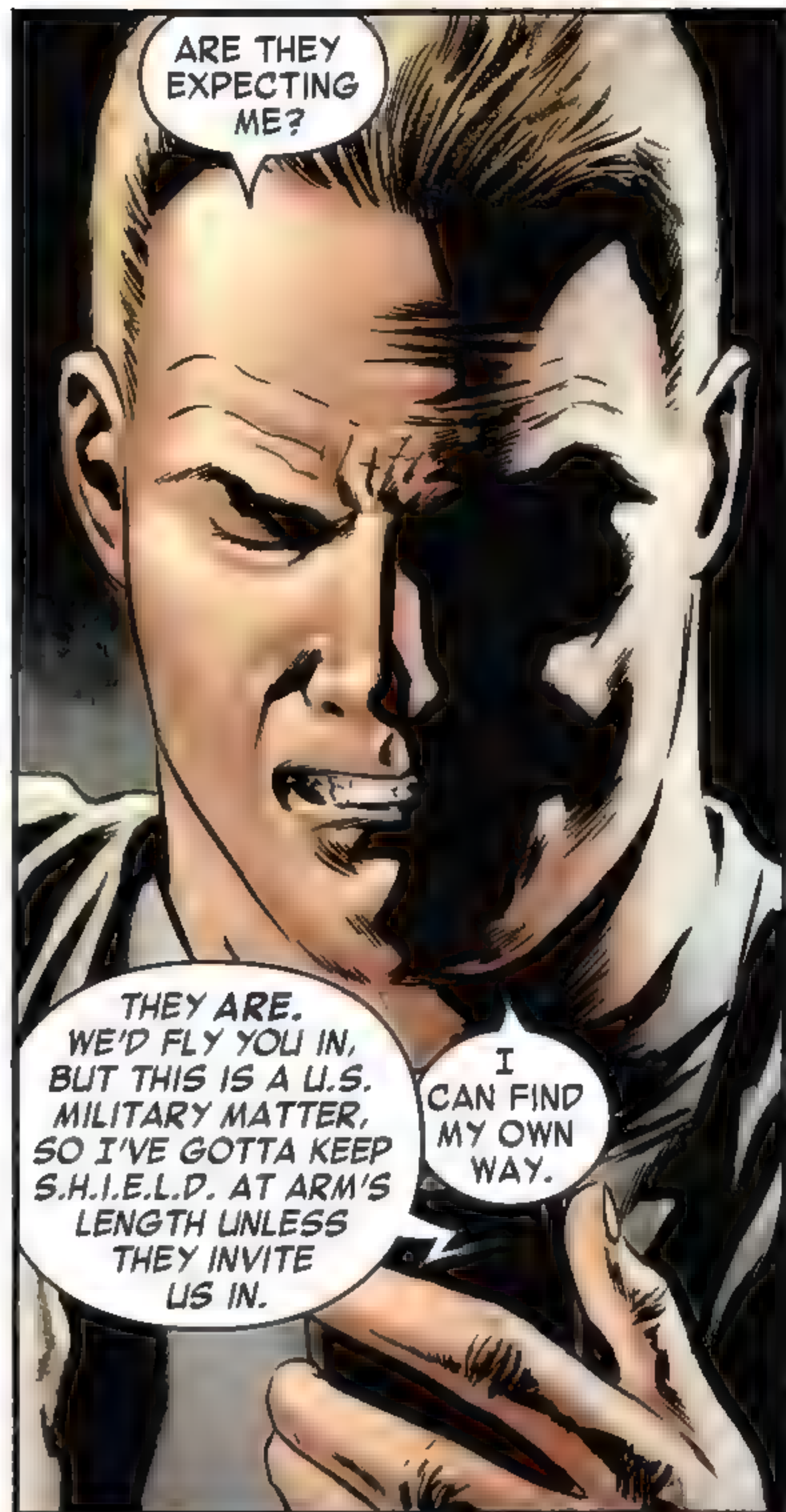
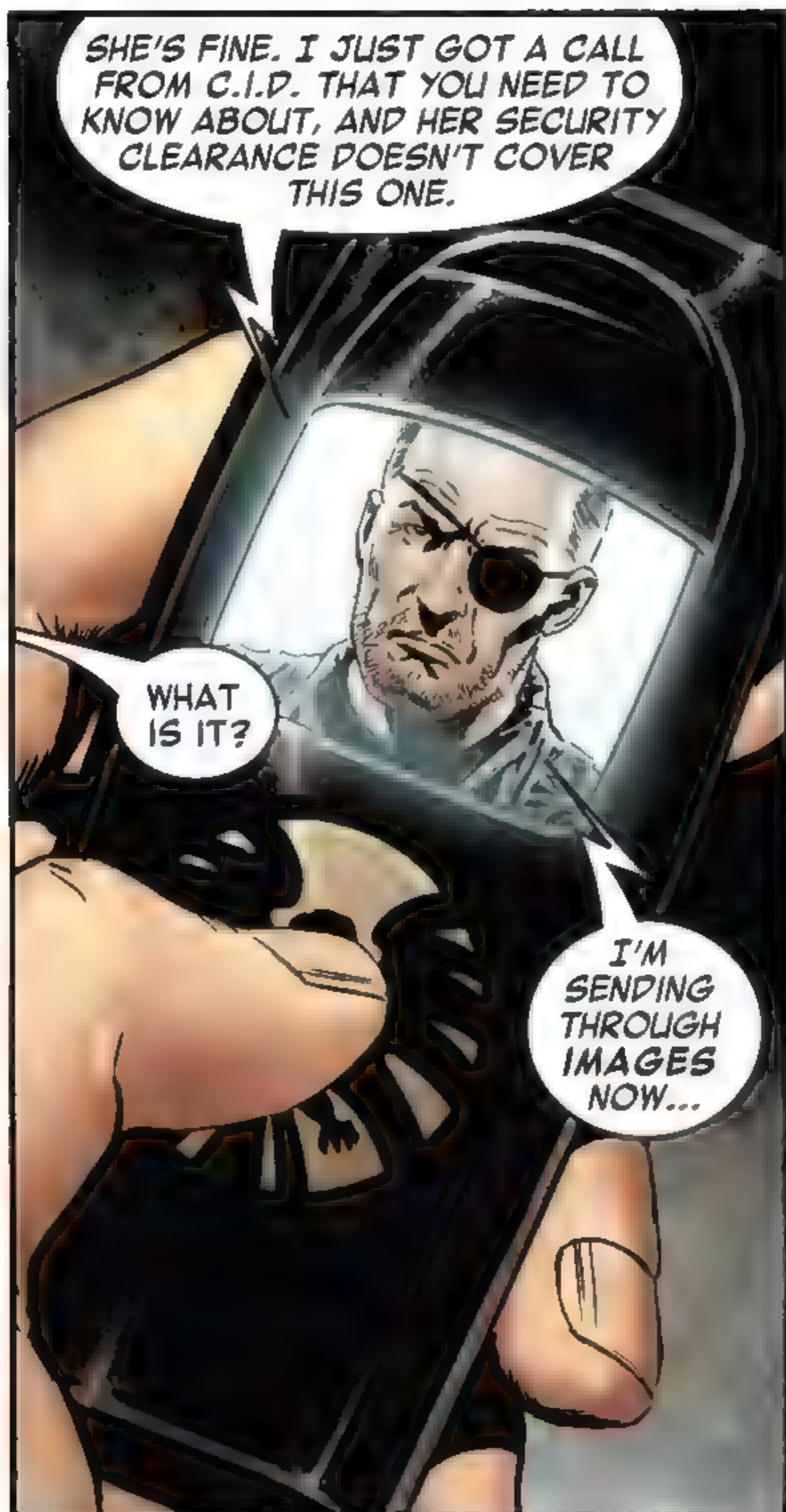




CAPTAIN AMERICA #4
"OUT OF TIME PART 4"









**S.H.I.E.L.D. Helicarrier—
Headquarters of the
U.N. Peacekeeping
Taskforce**



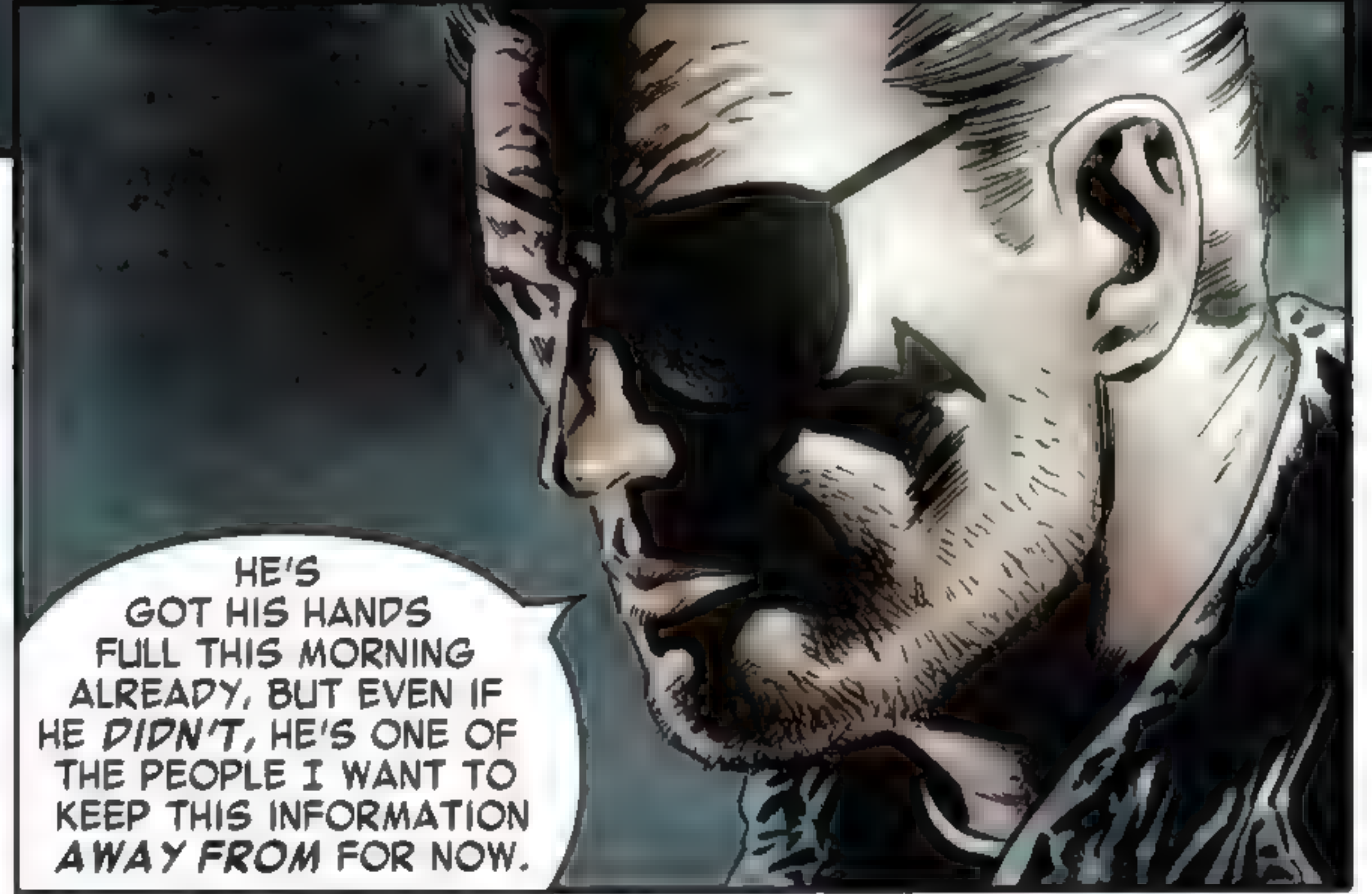
JUST THE **TWO** OF
US, NICK? KIND OF A
SMALL BRIEFING,
ISN'T IT?

YEAH, AND THERE'S A
REASON FOR THAT,
SHARON...

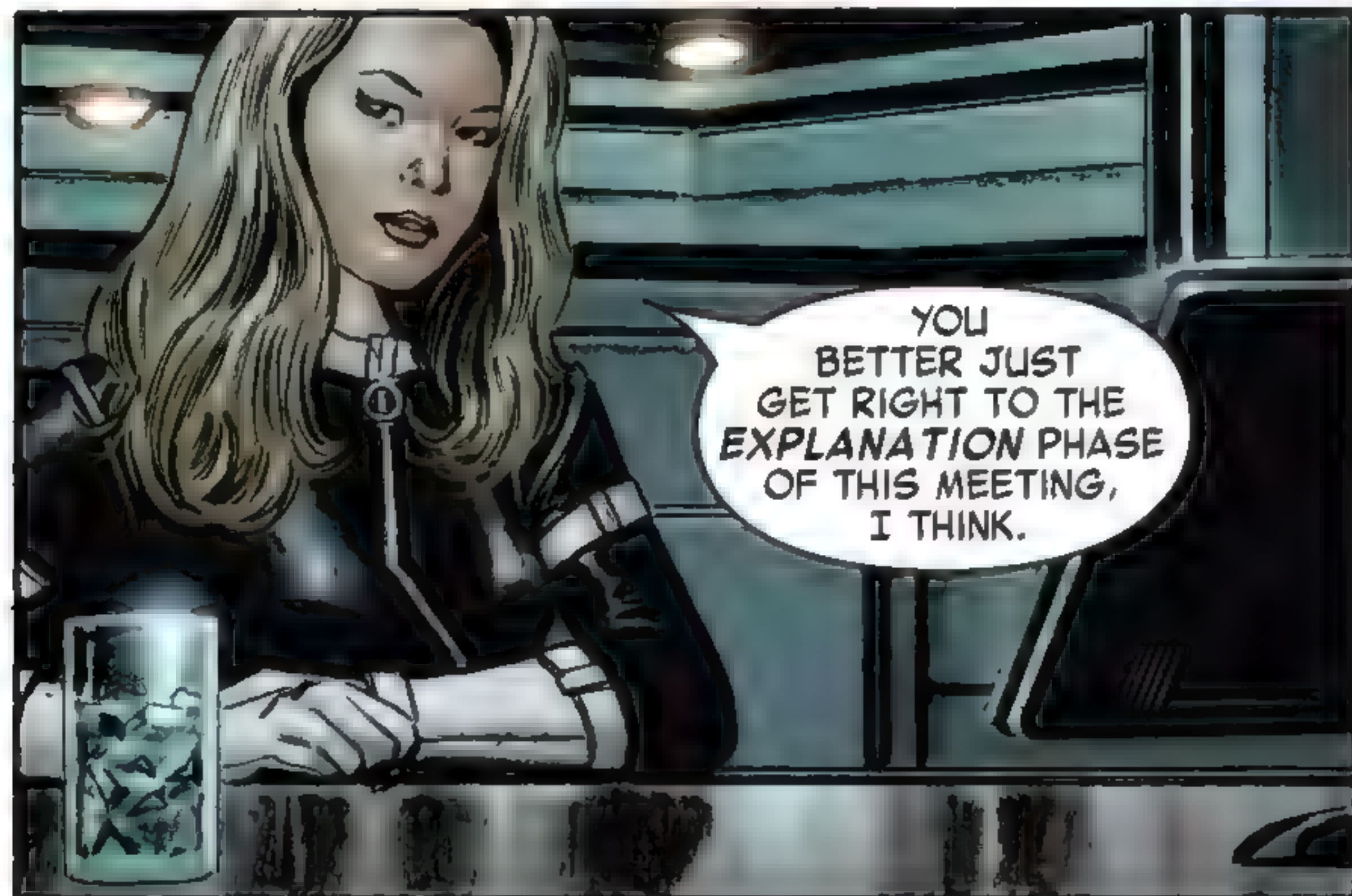
JUST HAD
A DEVELOPMENT
IN THE **SKULL CASE**
THAT I WANT TO KEEP
UNDER WRAPS UNTIL
WE KNOW MORE.



OKAY...BUT SHOULDN'T
STEVE BE HERE FOR
THIS, AT LEAST?



HE'S
GOT HIS HANDS
FULL THIS MORNING
ALREADY, BUT EVEN IF
HE **DIDN'T**, HE'S ONE OF
THE PEOPLE I WANT TO
KEEP THIS INFORMATION
AWAY FROM FOR NOW.



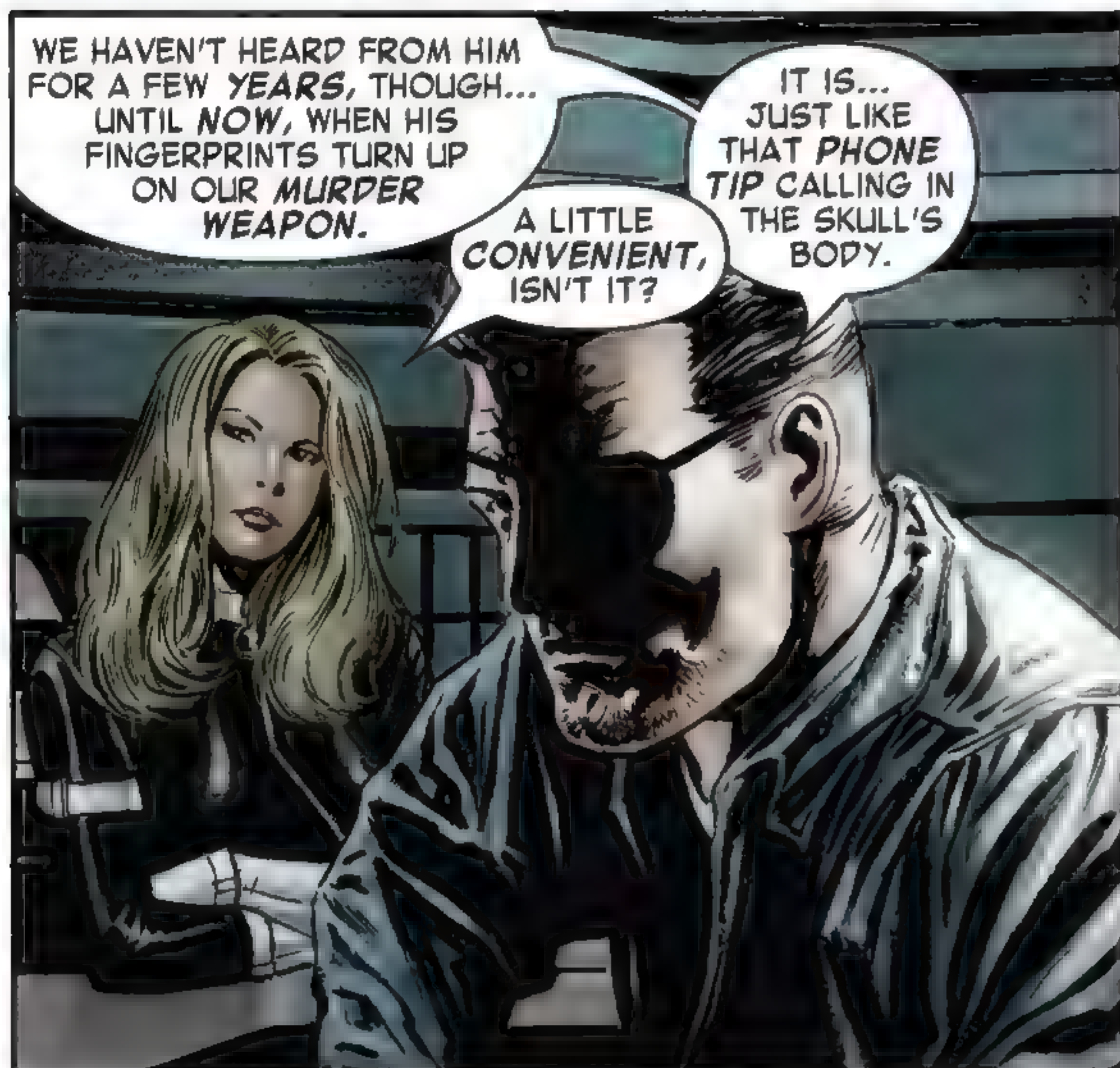
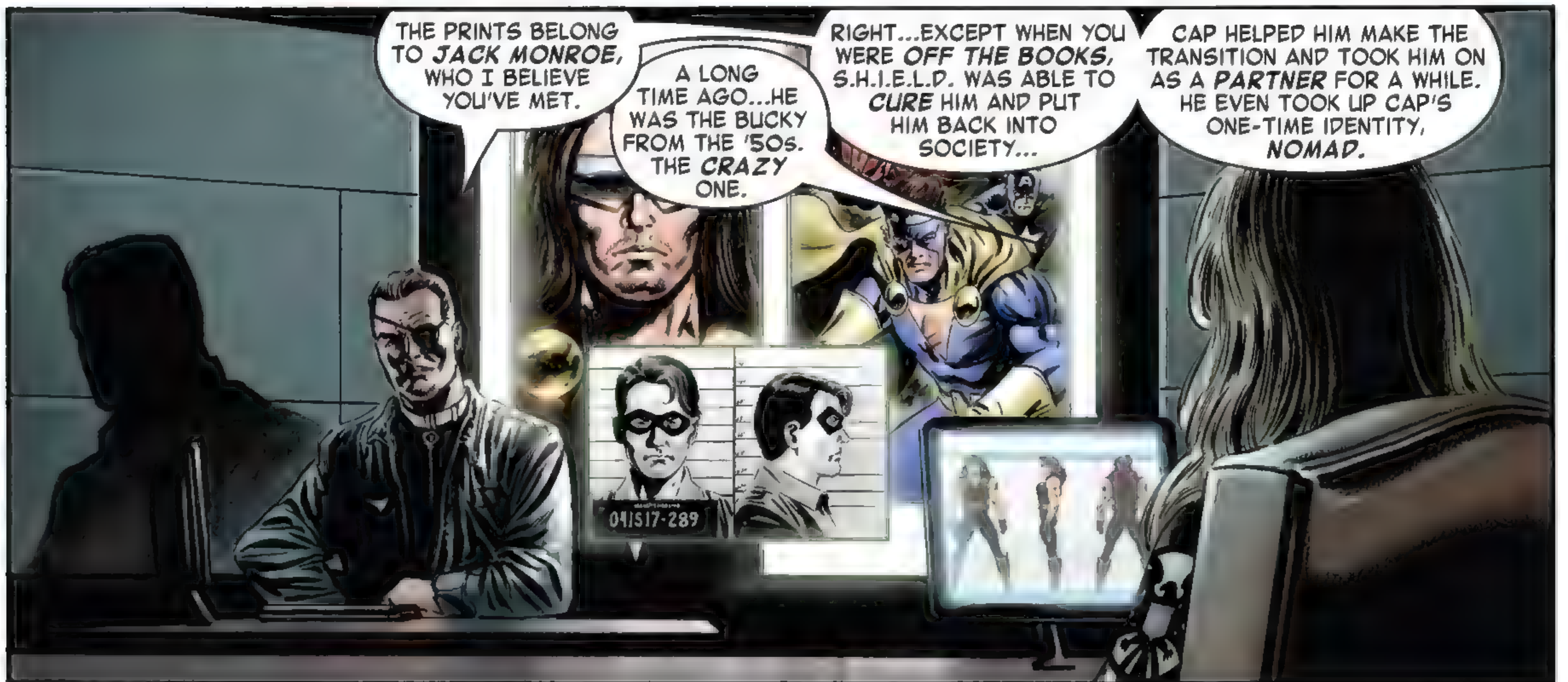
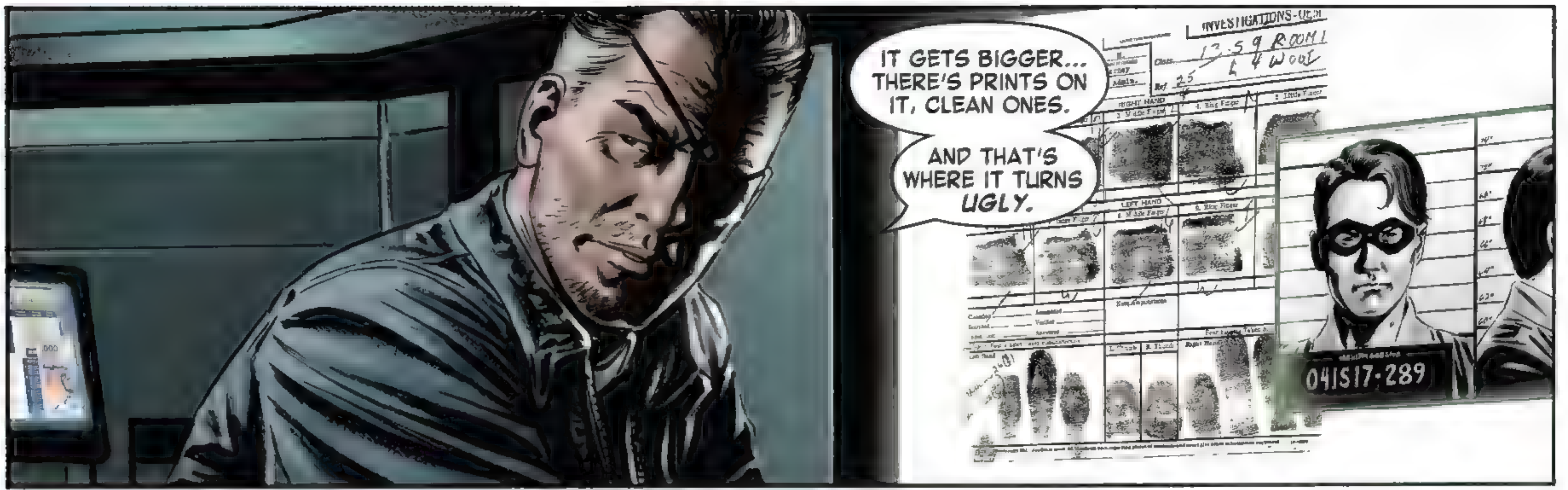
YOU
BETTER JUST
GET RIGHT TO THE
EXPLANATION PHASE
OF THIS MEETING,
I THINK.

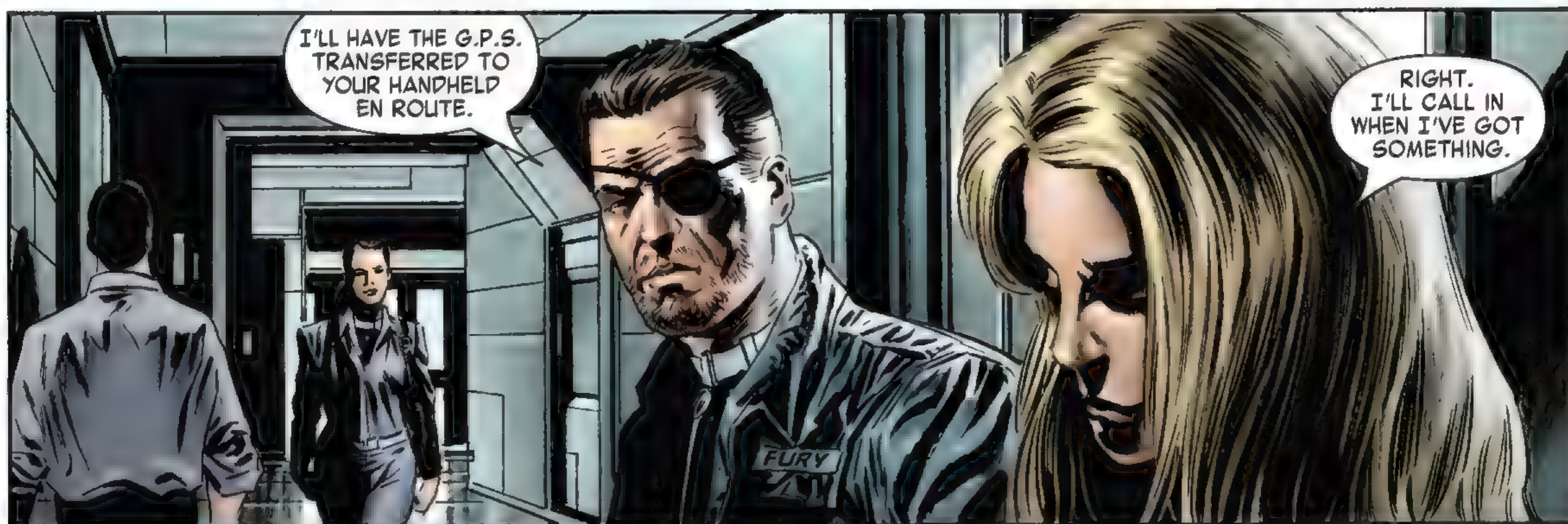


EARLY THIS MORNING
A **SNIPER RIFLE** WAS
FOUND INSIDE A **SUITCASE**
IN THE **BAGGAGE**
TURNSTILE AT **PULLES**
INTERNATIONAL...

BALLISTICS CHECKS SHOWED
IT TO BE THE **WEAPON** THAT
KILLED THE **SKULL**.

WOW,
THAT'S
BIG.









"WILLIAM NASLUND ORIGINALLY WENT BY THE NAME THE *SPIRIT OF '76*. HE WAS THE LONE AMERICAN IN A GROUP OF BRITISH HEROES DURING THE WAR.



"THE INVADERS AND I HAD A *RUN-IN* WITH THEM ONCE, THE DETAILS OF WHICH ARE PROBABLY BETTER LEFT *UNSAID...*



"...BUT EVEN *AFTER* THAT DEBACLE, AFTER HIS TEAM BROKE UP, NASLUND CONTINUED FIGHTING FOR THE ALLIES.



"I HAD A LOT OF RESPECT FOR HIM... RESPECT HE *EARNED*.

"JEFF MACE
WAS KNOWN AS
THE PATRIOT
BACK THEN.



"SPENT THE WAR YEARS ON
THE HOME FRONT, FIGHTING
NAZI SPIES AND DISSIDENTS.

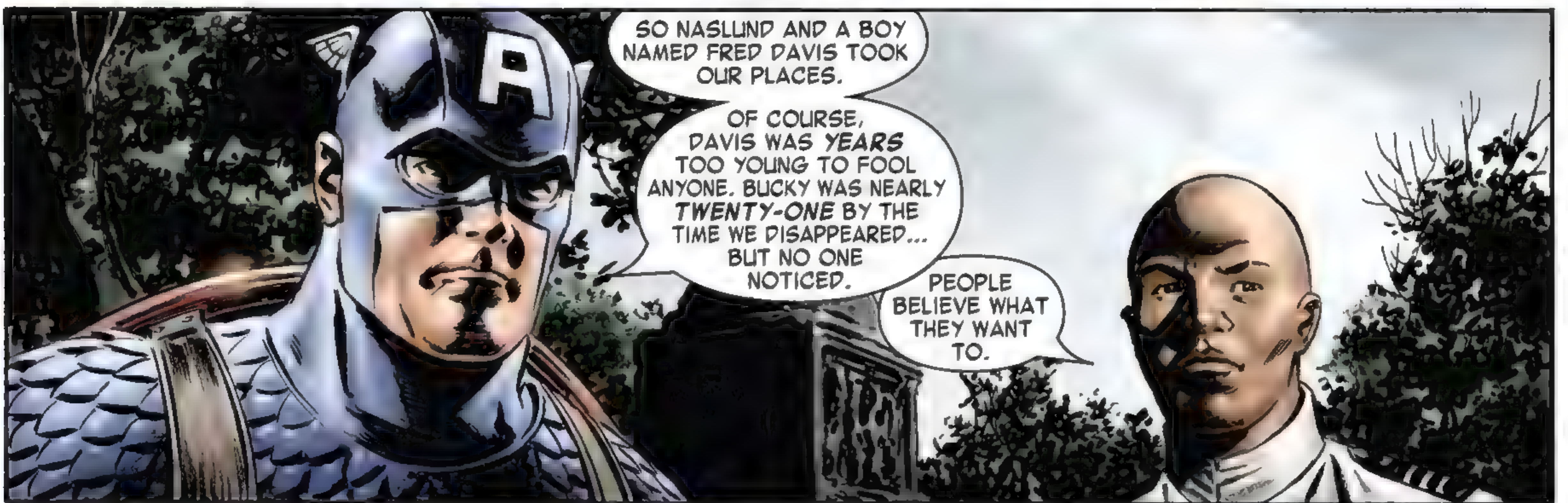


"HE WAS A GOOD
FRIEND OF
MY PARTNER,
BUCKY BARNES.



"HE MAY NOT HAVE
BEEN OVERSEAS IN
THE TRENCHES, BUT
HE SAVED A LOT OF
AMERICAN LIVES--
INCLUDING MINE, ONCE."







"WILLIAM NASLUND
DIED SAVING HIM...
DIED WEARING
MY UNIFORM."



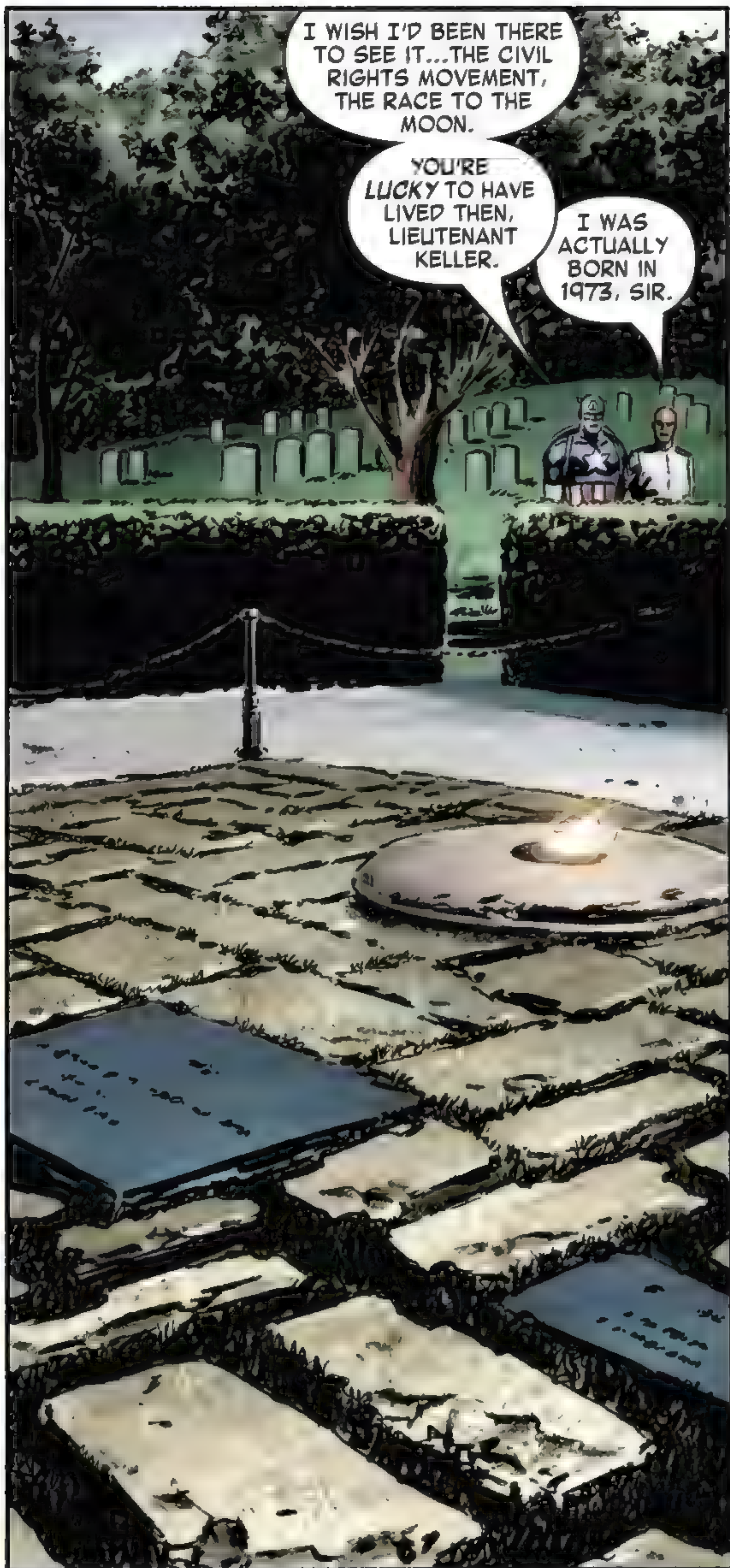
"THAT'S HOW JEFF
MACE BECAME THE
NEXT CAPTAIN
AMERICA..."



"HE FINISHED THE JOB NASLUND
STARTED THAT DAY, AND BECAUSE
OF THEM, KENNEDY LIVED LONG
ENOUGH TO BECOME PRESIDENT."



"LONG ENOUGH TO
CHANGE THIS COUNTRY
FOR THE BETTER..."





DESECRATING GRAVES...
WHO BESIDES THE SKULL
WOULD GO THAT LOW?

OR IS THIS JUST MORE
OF HIS FINAL ORDERS
BEING CARRIED OUT?
LIKE LONDON AND PARIS...



NO, IF IT WAS THE
SKULL, THEY WOULDN'T
HAVE LEFT BUCKY'S
HEADSTONE ALONE...
SO, WHO--

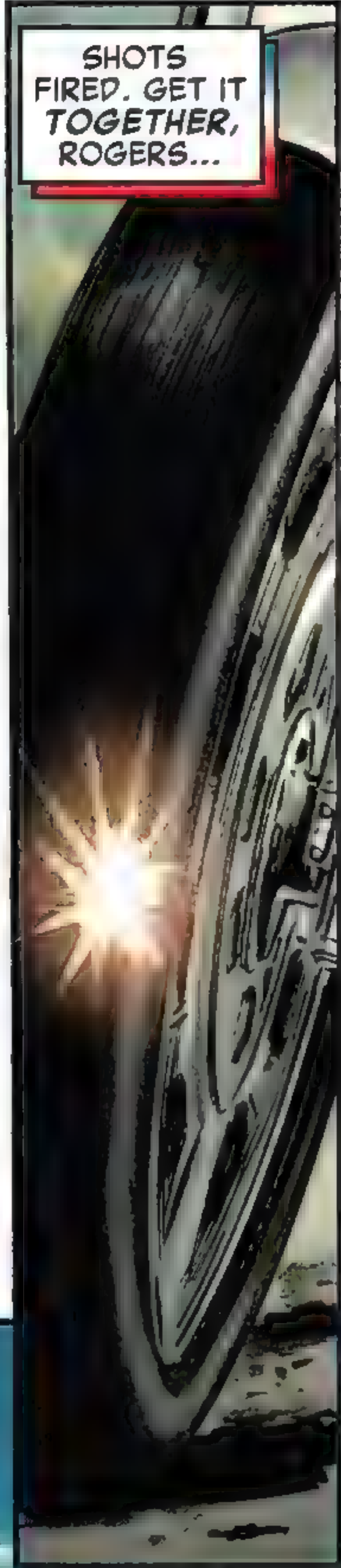


--WHO VILL
IT BE TO DIE
FIRST, HERR
CAPTAIN?



WHO VILL SIT BY
WHILE HIS COMRADE
SCREAMS HIS LAST,
I VONDER?

YARRR!!

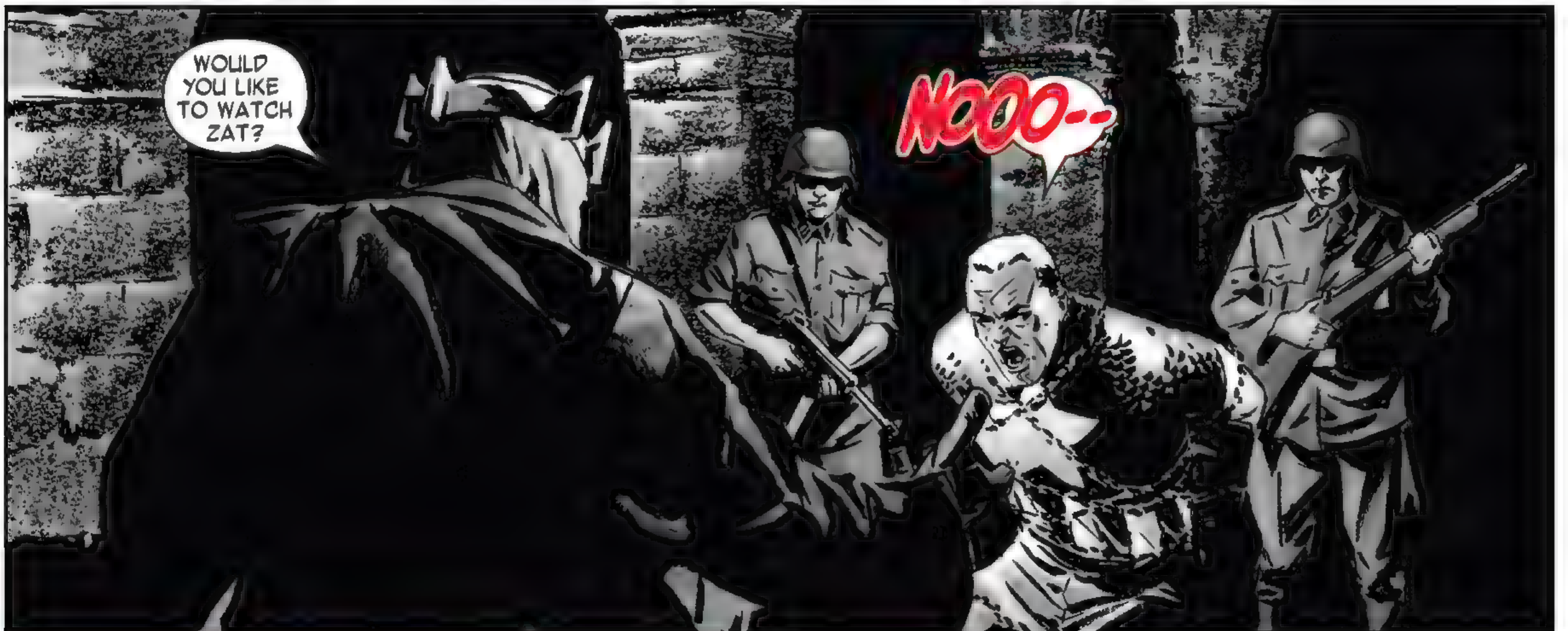




...HE DID THIS?



OR PERHAPS I WILL TAKE ZIS ONE'S EYES INSTEAD... LIKE YOU TOOK MY FACE FROM ME.



WOULD YOU LIKE TO WATCH ZAT?

NOOO--



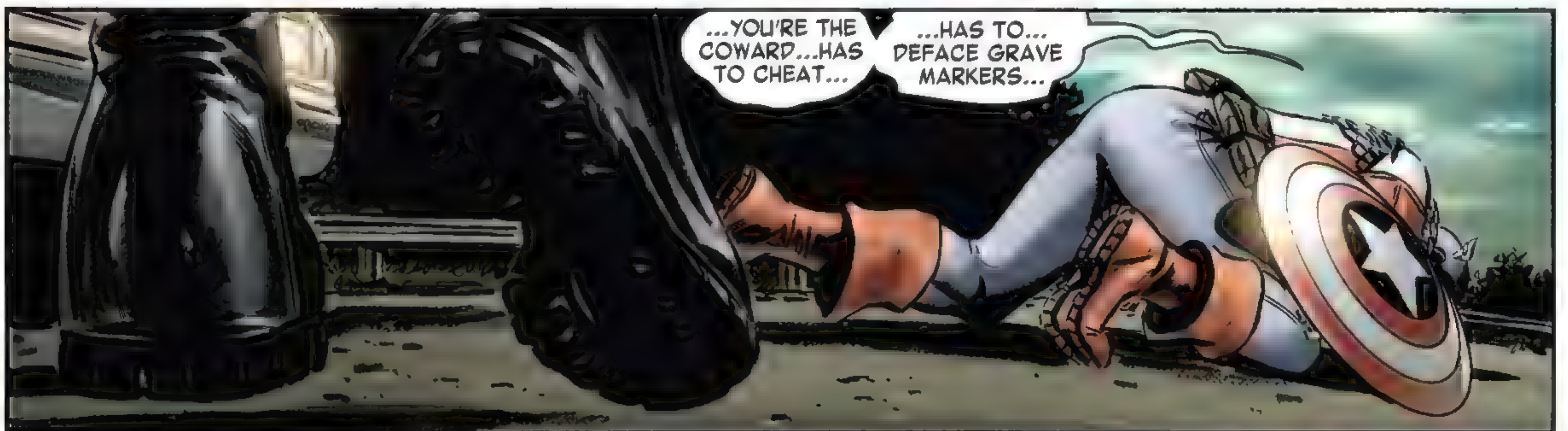
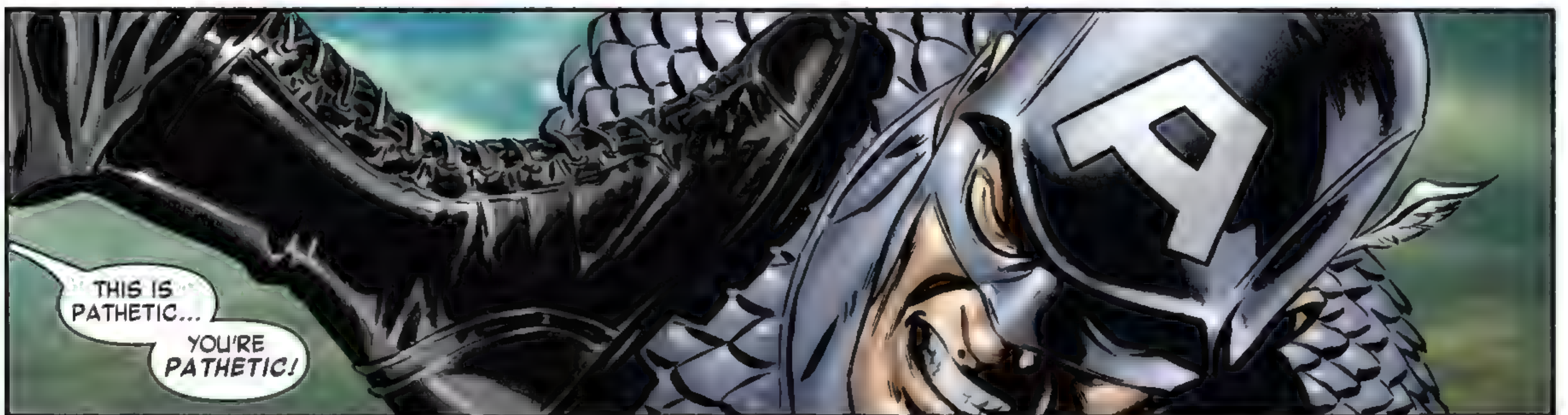
--OOO!

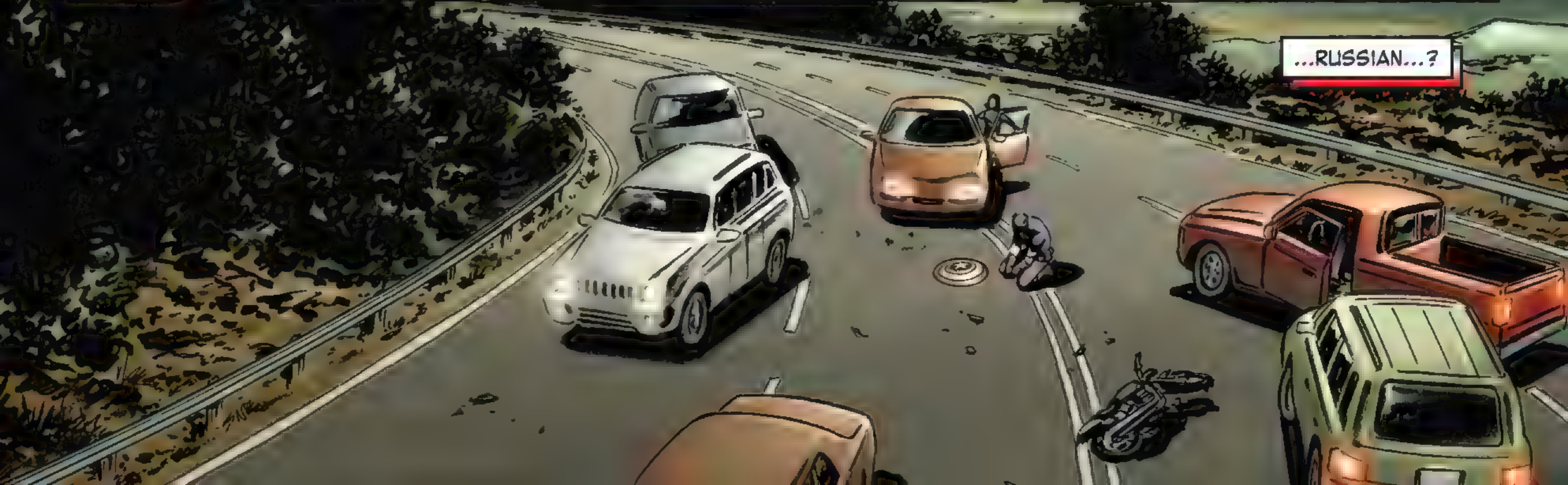
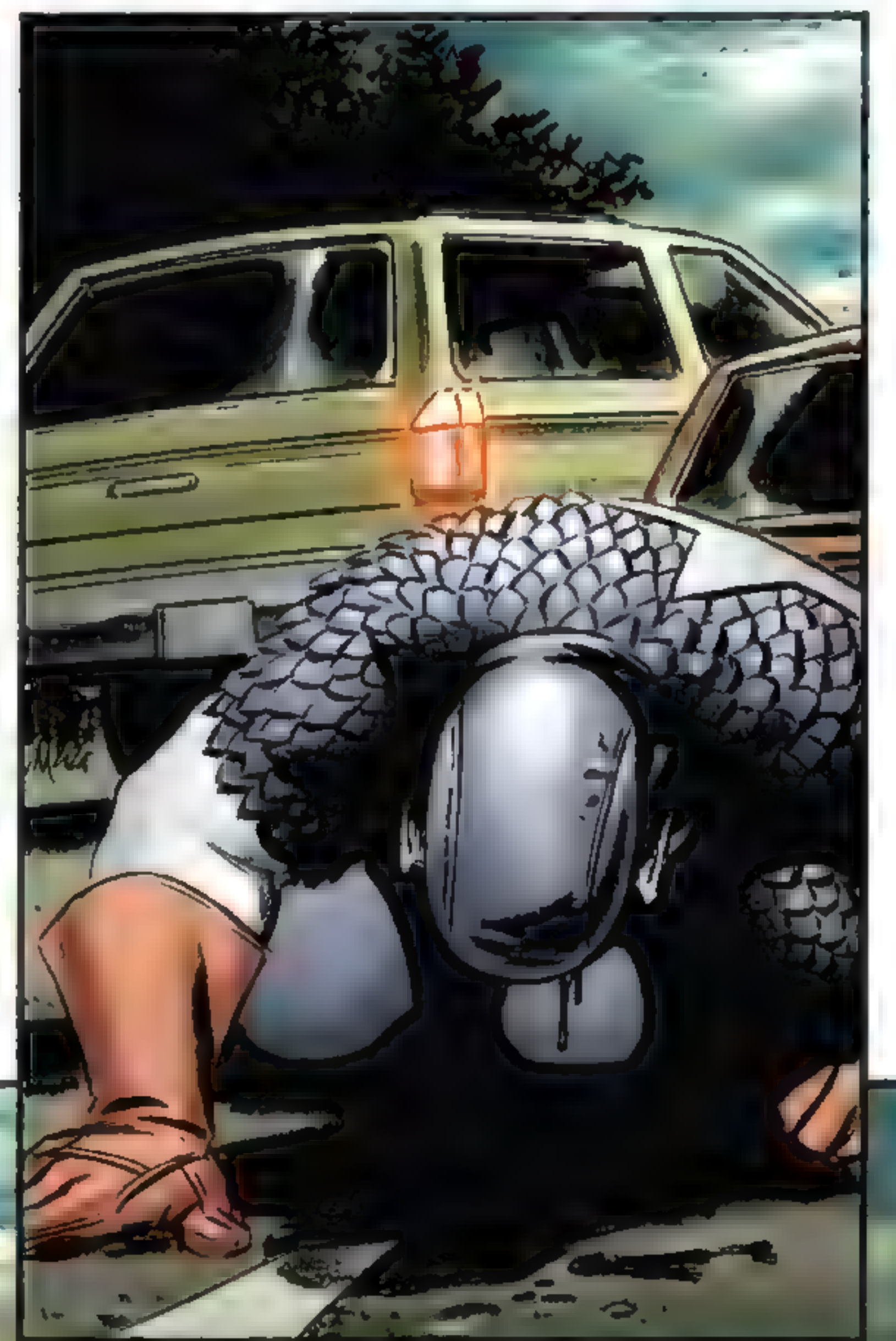
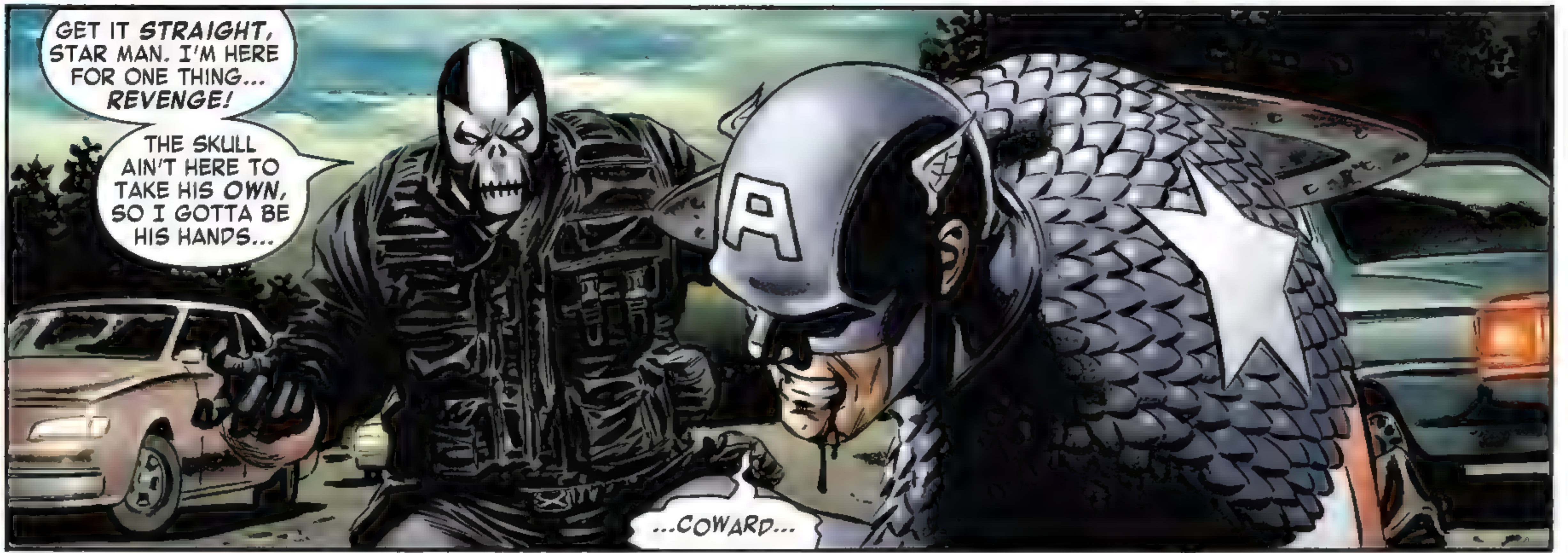
--WRONG WITH YOU? SCREAMIN' LIKE SOME BABY!

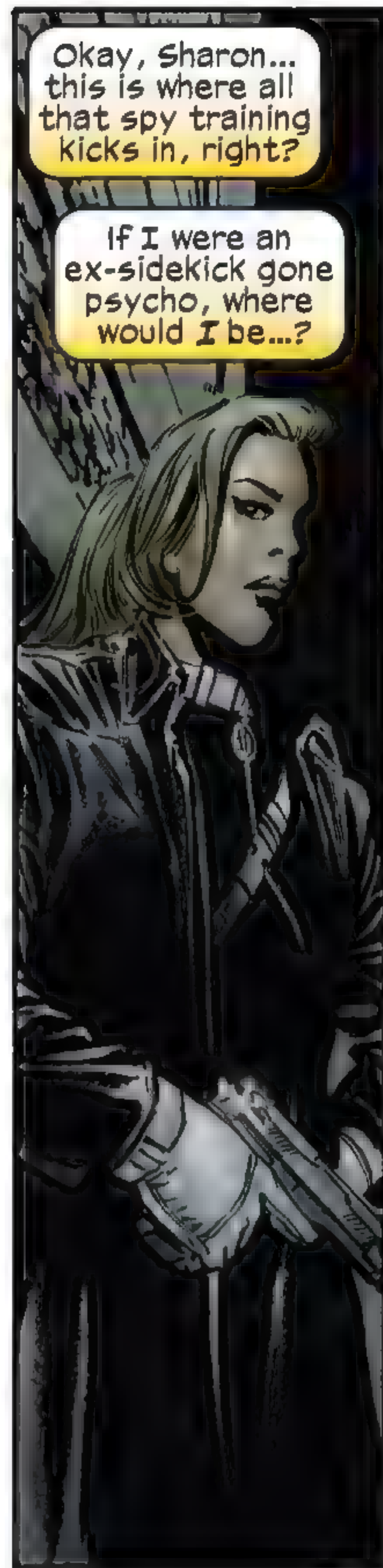
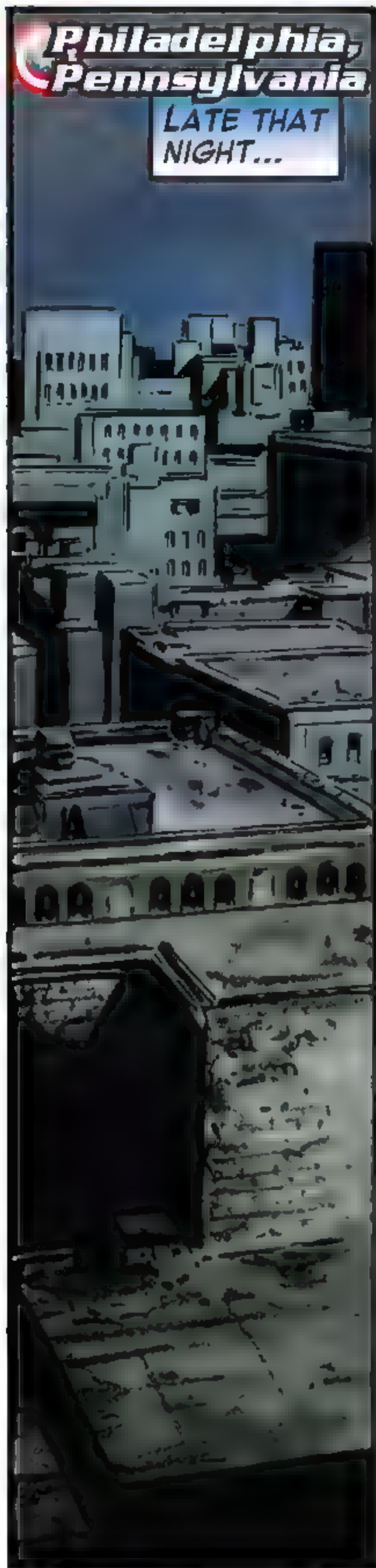
I'M JUST GETTIN' STARTED, PAL. BETTER SAVE SOME OF THAT...



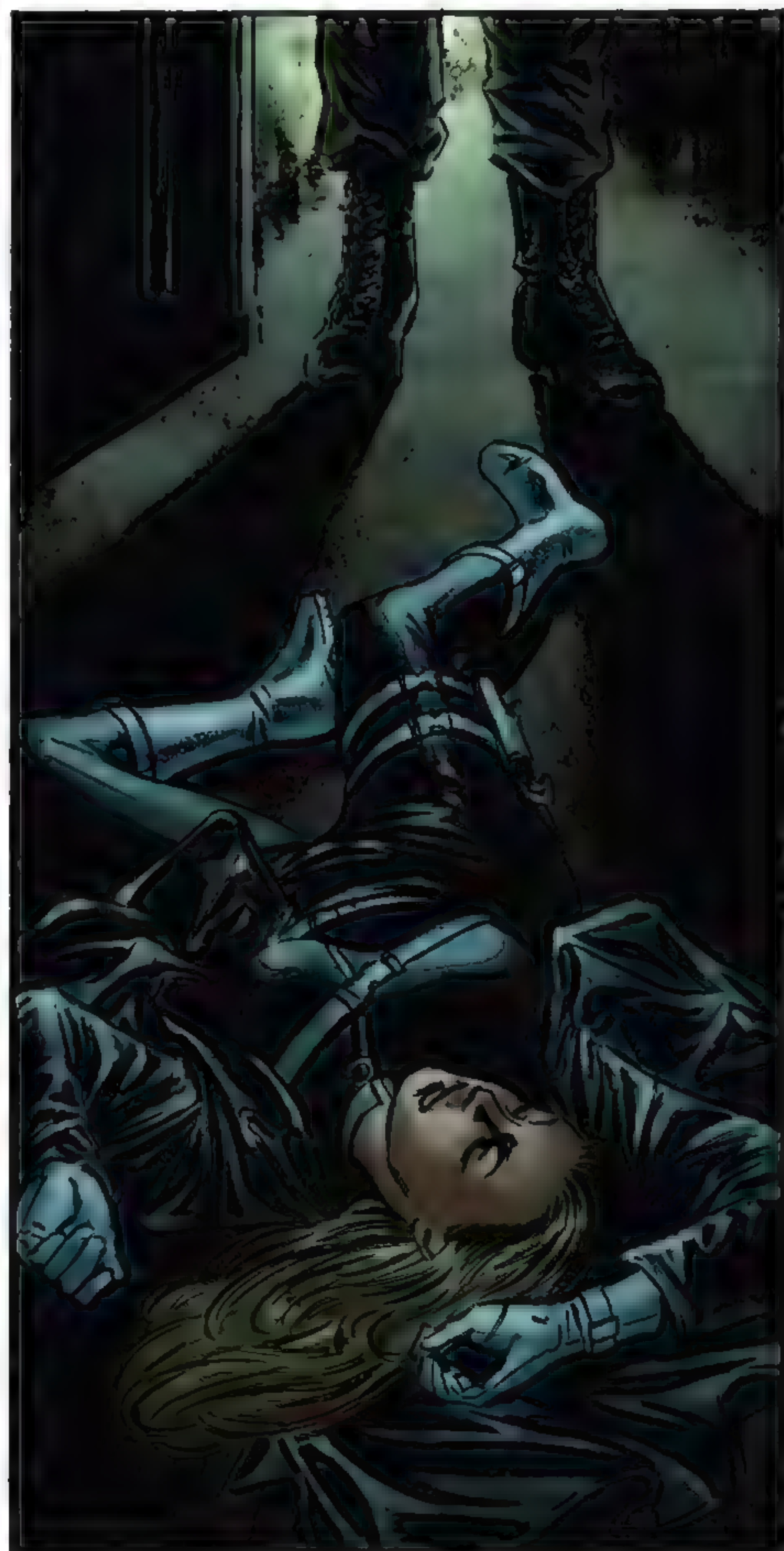
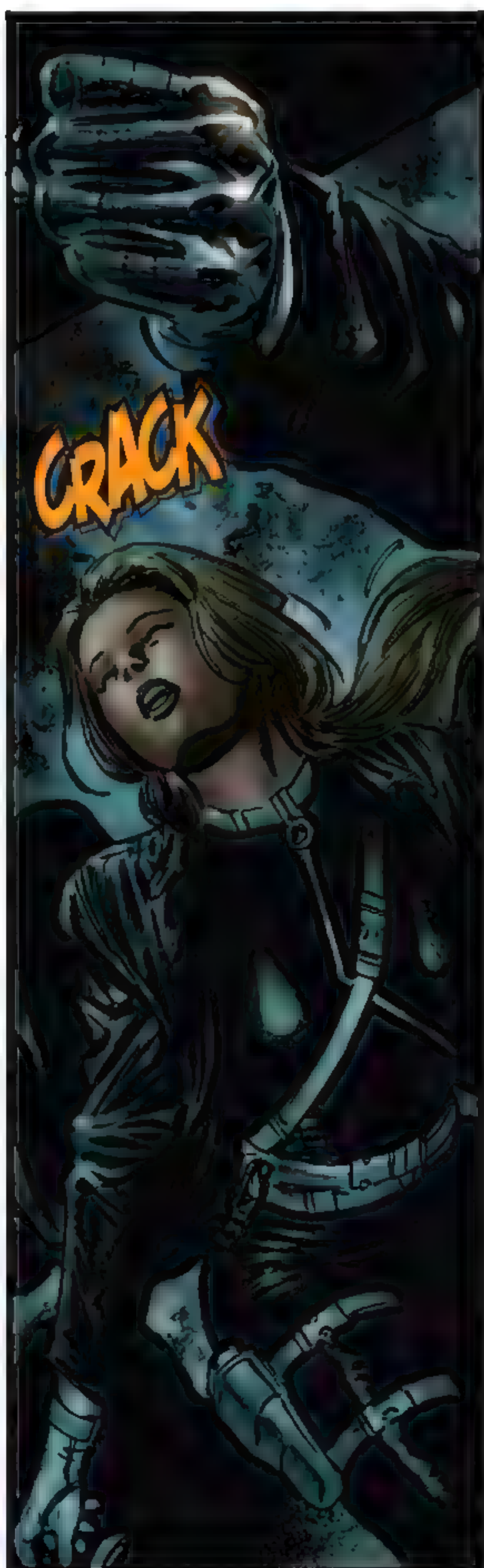
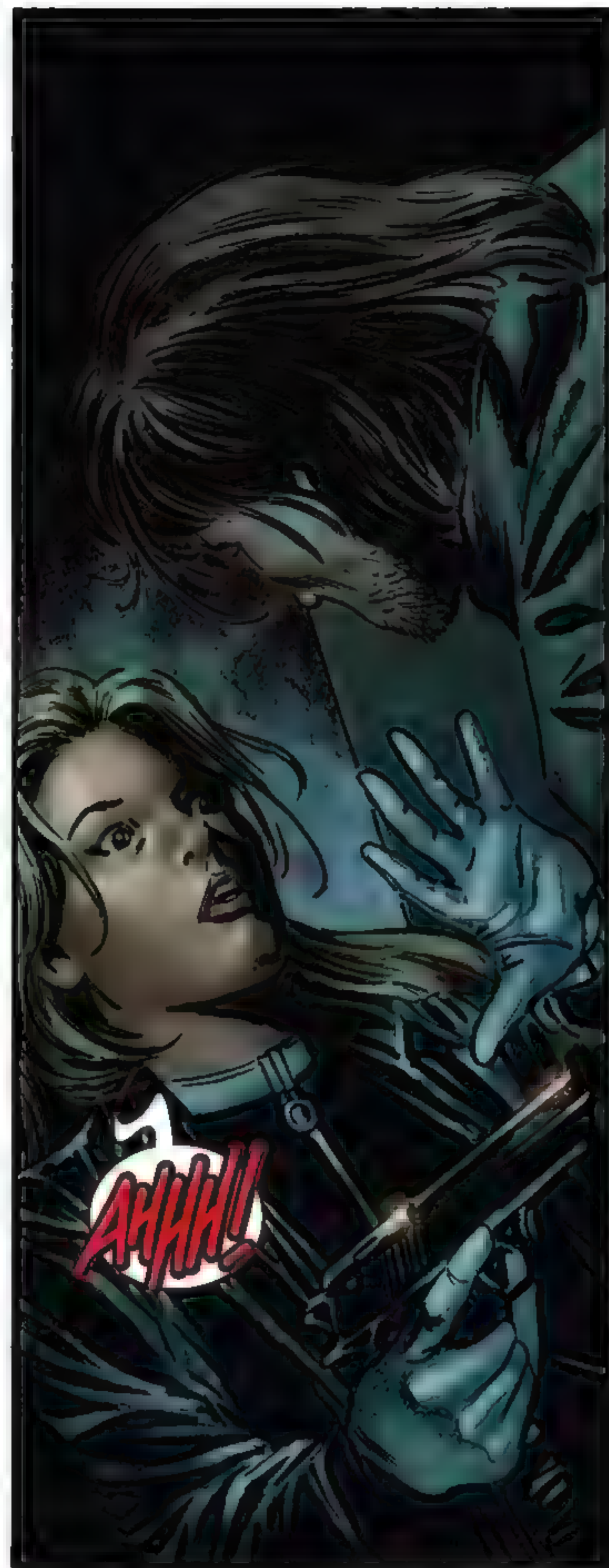
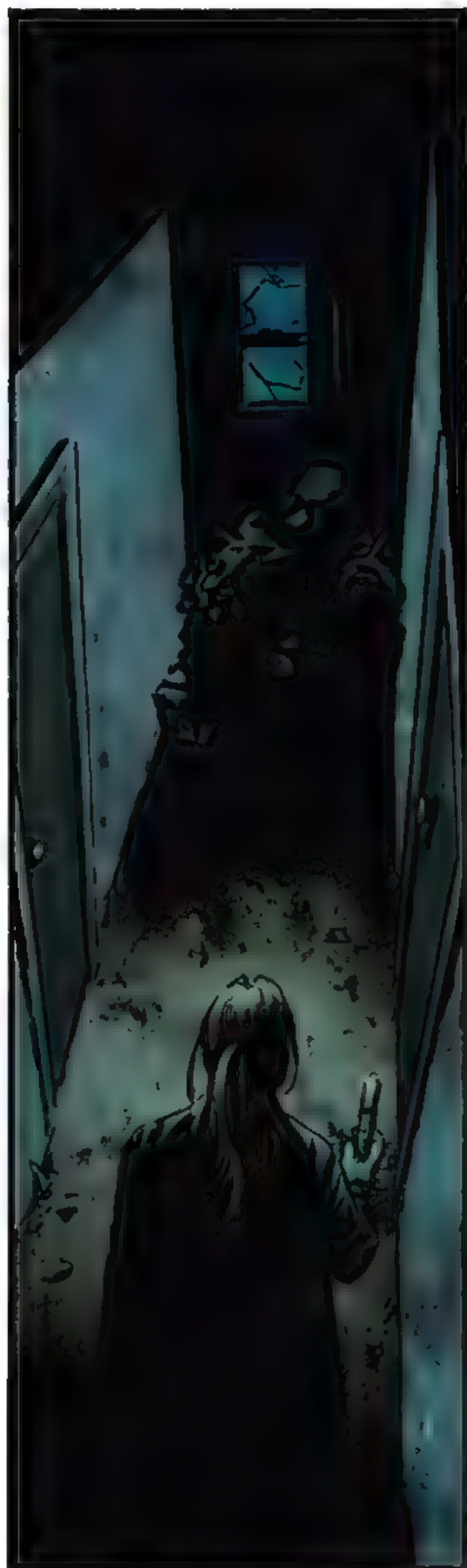






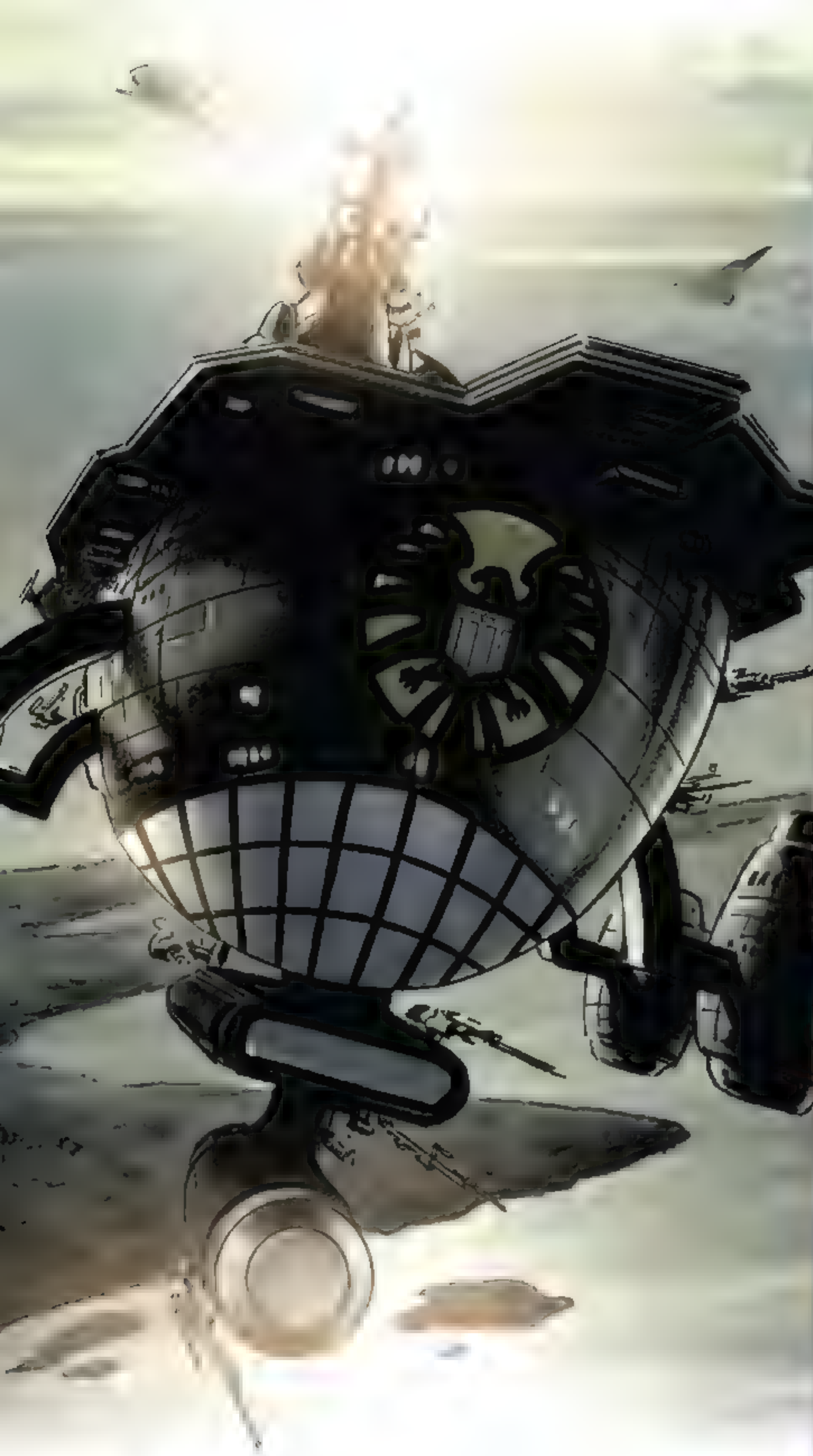


Easy, girl...
remember, Fury
said just get an
eyeball and then
back off.





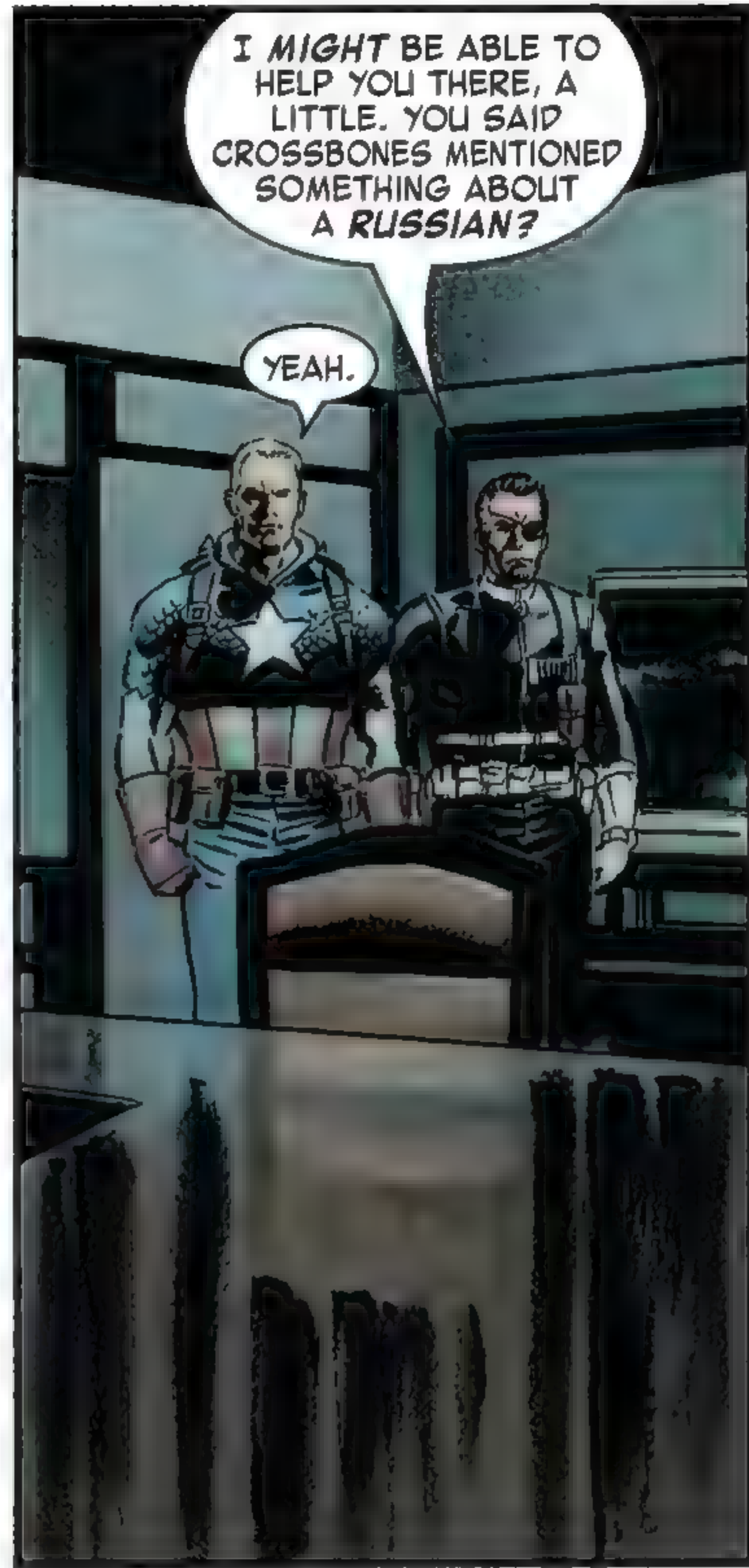
CAPTAIN AMERICA #5
"OUT OF TIME PART 5"



--SURE YOU DON'T WANT TO HAVE ONE OF OUR DOCS TAKE A LOOK AT YOU, ROGERS?

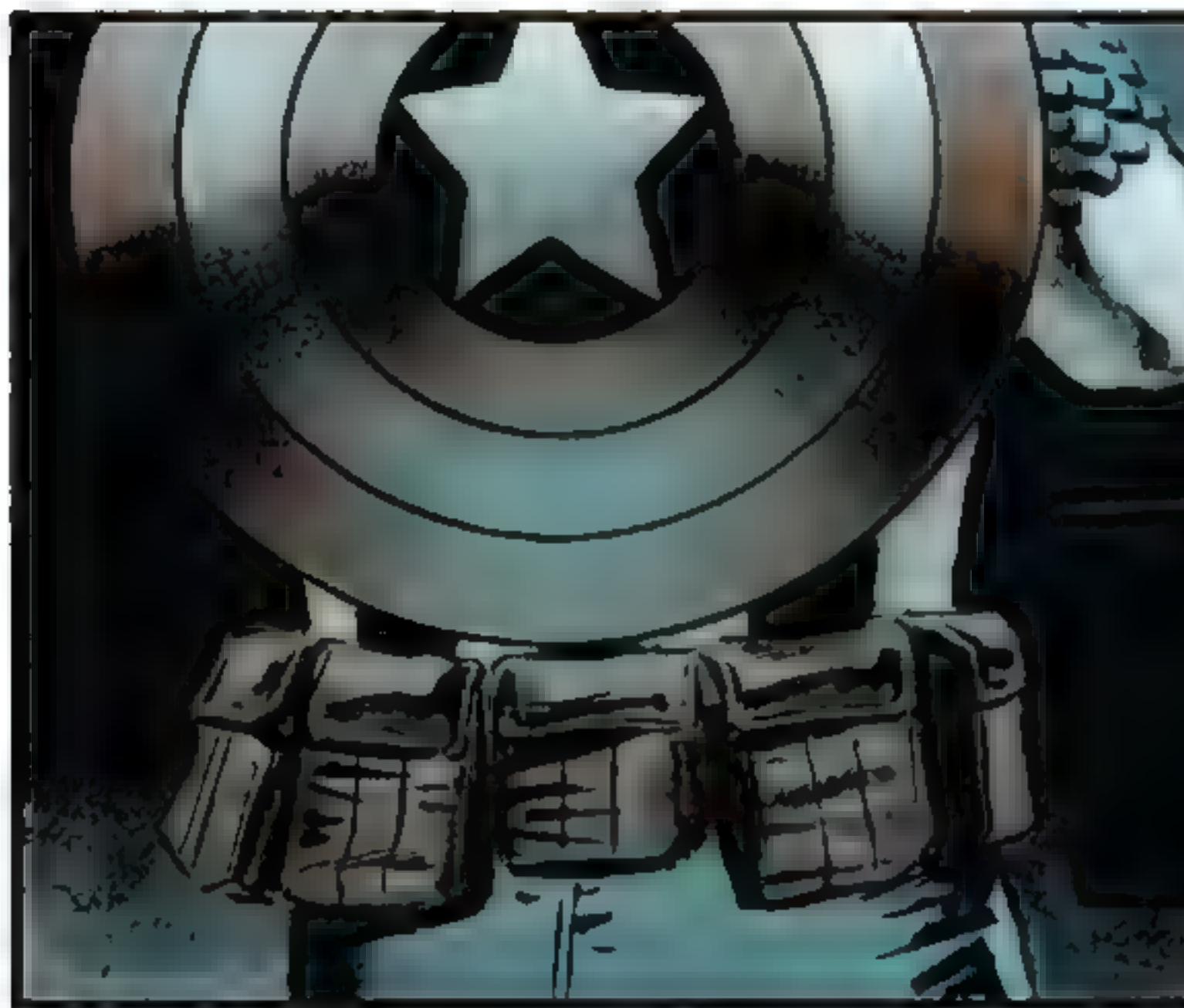
I'M FINE, FURY. I'VE BEEN HIT BY THE HULK...THIS IS NOTHING.

I JUST WANT SOME ANSWERS FOR A CHANGE. SOMEONE'S BEEN PULLING MY STRINGS, AND I DON'T LIKE IT ONE BIT.

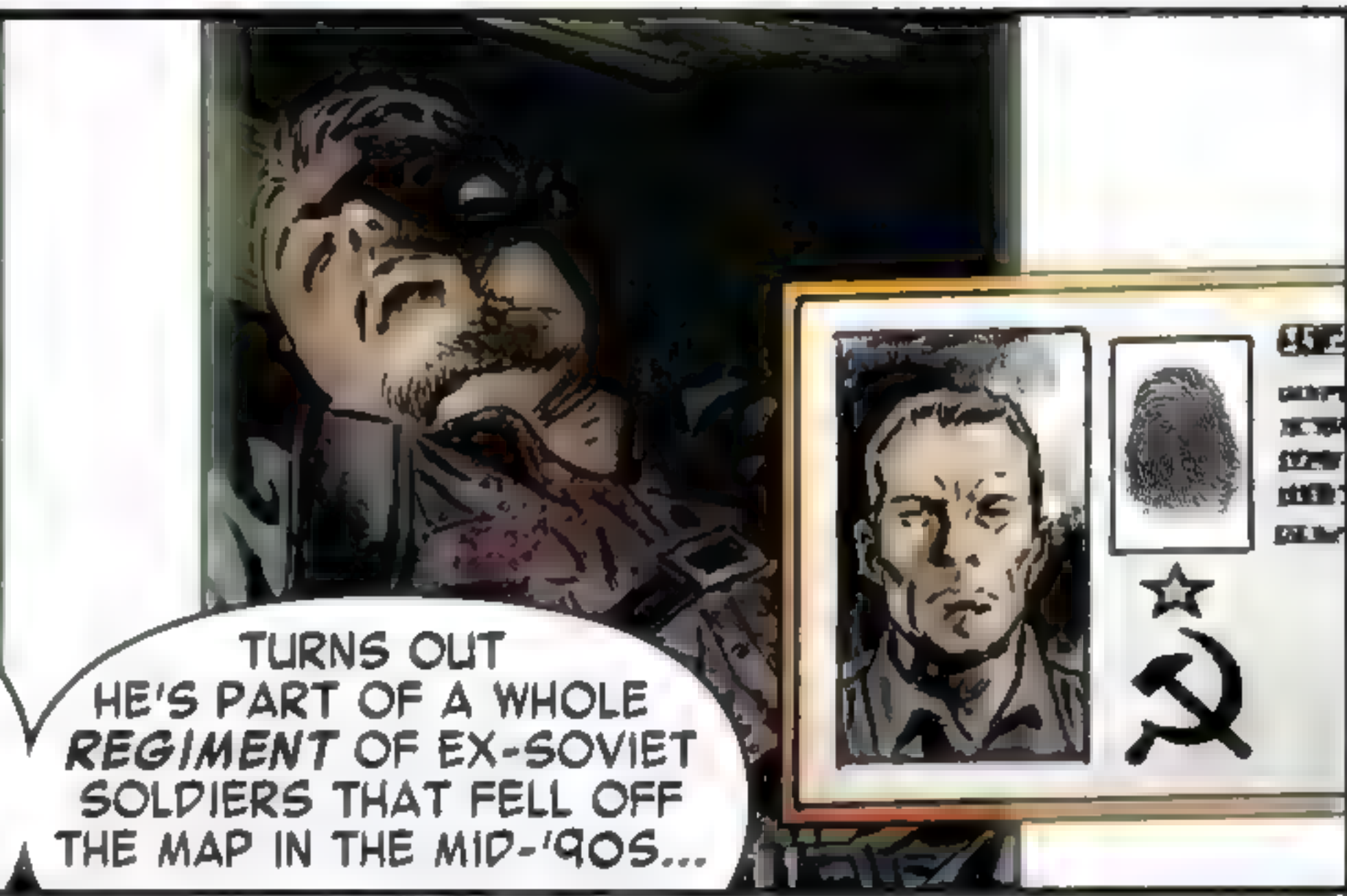


I MIGHT BE ABLE TO HELP YOU THERE, A LITTLE. YOU SAID CROSSBONES MENTIONED SOMETHING ABOUT A RUSSIAN?

YEAH.



WELL, IT TOOK SOME LEVERAGE, BUT I FINALLY GOT INTERPOL TO COUGH UP AN I.D. ON THAT DEAD SOLDIER WE FOUND IN LONDON.



Turns out he's part of a whole regiment of ex-soviet soldiers that fell off the map in the mid-'90s...



...ALONG WITH THEIR GENERAL, ALEKSANDER LUKIN. NAME RING ANY BELLS?



SHOULD IT?

PROBABLY NOT...

LUKIN WAS CAREER MILITARY, MAJOR COLD WAR PLAYER...APPARENTLY DIDN'T LIKE ALL THE CHANGES AFTER THE COLLAPSE, SO HE AND HIS MEN WENT ROGUE.



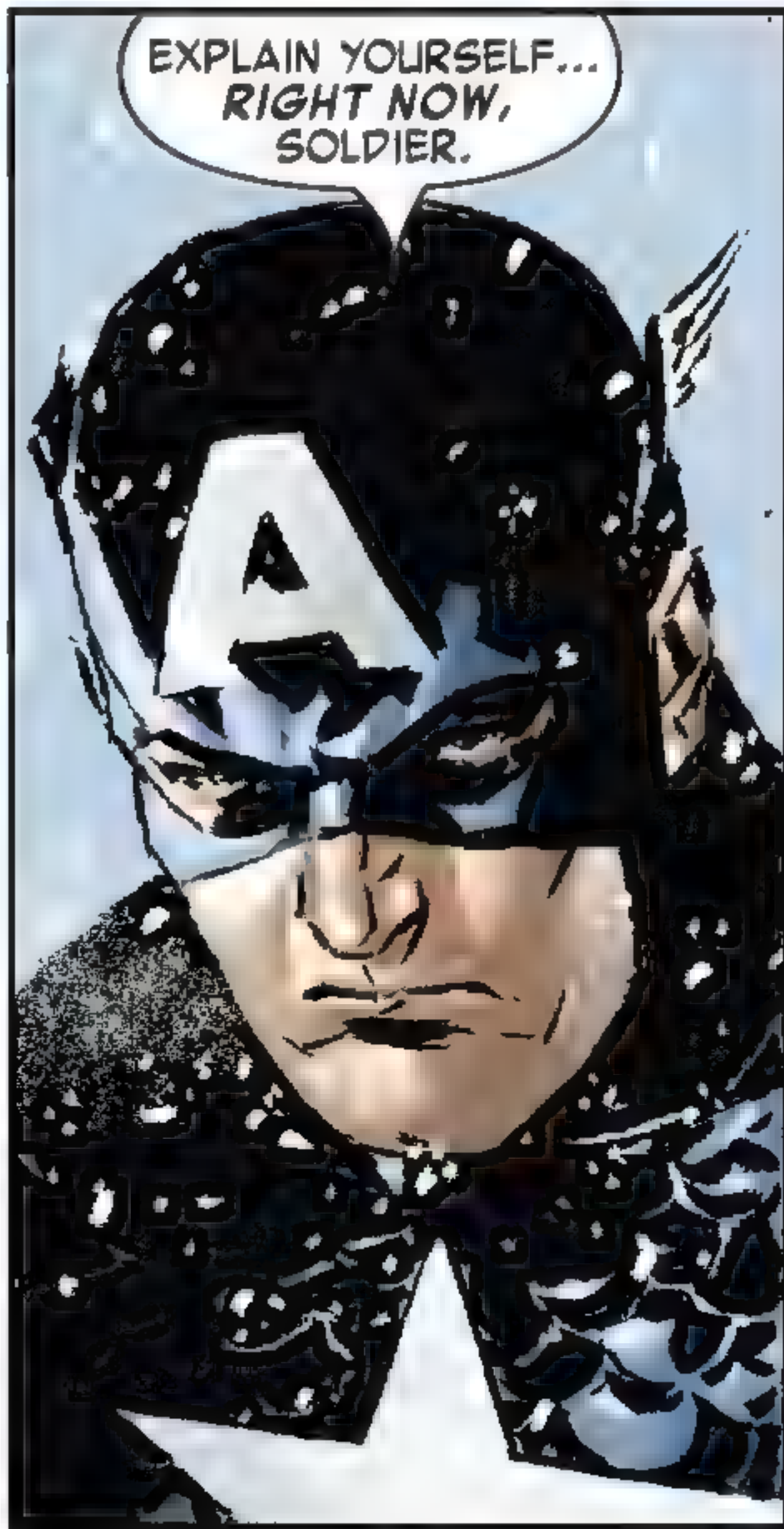
THE NEXT WE SEE HIM IS THREE YEARS AGO, AS THE HEAD OF AN INTERNATIONAL CORPORATION WITH OFFICES IN EVERY MAJOR METROPOLITAN CENTER IN THE CIVILIZED WORLD.













THIS MAN WAS A *COUSIN* TO ME...HE BROUGHT SHAME ON OUR COUNTRY, TO FIGHT FOR OUR *ENEMY*.

HE WAS NO LONGER RUSSIAN.



SO YOU JUST SHOOT HIM IN THE HEAD?

LET IT GO, BUCKY... THIS ISN'T WHAT WE'RE HERE FOR.



LET'S JUST MAKE SURE WE GET AT LEAST ONE PRISONER BACK TO THE CAMP.

"THE HIWIS--SHORT FOR HILFSWILLIGE--WERE VOLUNTEER SOLDIERS. RUSSIAN PRISONERS OR *DESSERTERS* FIGHTING ALONGSIDE THE NAZIS AGAINST THEIR OWN PEOPLE.



"IT WAS JUST ONE PART OF WHAT MADE THE RUSSIAN FRONT UGLIER THAN WHAT WE WERE USED TO.

"THE SNOW AND ICE WERE ANOTHER PART.



"WE WERE CAMPED TEN MILES WEST OF KALACH, WHICH THE RUSSIANS HAD RECENTLY RETAKEN...

"...AND STALIN'S FORCES WERE ABOUT TO LAUNCH OPERATION URANUS, TO TRAP THE ENTIRE NAZI INVASION IN FOR THE WINTER WITH NO SUPPLY LINES AND NO WAY HOME.



"BUT WORD HAD LEAKED THAT THE GERMANS HAD SOME KIND OF SECRET **SUPER-WEAPON** NEARBY THAT THEY WERE WAITING TO SPRING.

"THE **INVADERS** HAD BEEN SENT IN TO FIND OUT WHAT THIS WEAPON WAS, AND TO MAKE SURE IT DIDN'T STOP THE RUSSIAN OP FROM GOING OFF AS PLANNED.



"COLONEL VASILY KARPOV WAS THE RUSSIAN OFFICER IN CHARGE OF OUR MISSION, AND I DIDN'T LIKE HIM..."

AA'IEEE!



<TELL US WHERE THE WEAPON IS, NAZI VERMIN, AND I'LL STOP HIM BEFORE HE SHOWS YOU YOUR INSIDES.>

AA'IEEE!



<PLEASE, PLEASE...NO... I WILL TELL WHAT I KNOW...>

<OF COURSE, YOU WILL...>



<...THEY ALWAYS DO, DON'T THEY, COMRADE CAPTAIN?>



<I WOULDN'T KNOW.>



ANY
WORD,
CAP?

YEAH.
KARPOV'S
TACTICS AREN'T
TO MY TASTE, BUT
HE'S GETTING
RESULTS...



OUR TARGET IS A SMALL
VILLAGE NAMED KRONAS...
A FEW CLICKS NORTH
OF HERE.

THE NAZIS HAVE
CONTROL OF THE
AREA, AND WHATEVER
THIS WEAPON IS, IT'S
BEING HEAVILY
GUARDED.



BY SOME
OF OUR KIND,
YOU MEAN?

THE
SOLDIER HADN'T
SEEN ANYTHING
FIRSTHAND, JIM. HE'S
JUST REPEATING
RUMORS.

BUT
IT SOUNDS LIKE
THERE'S AT LEAST ONE
NAZI THERE WHO
CAN FLY.



IT'S GOOD, THEN, THAT
WE'VE GOT THREE
FLIERS TO BRING HIM
DOWN.

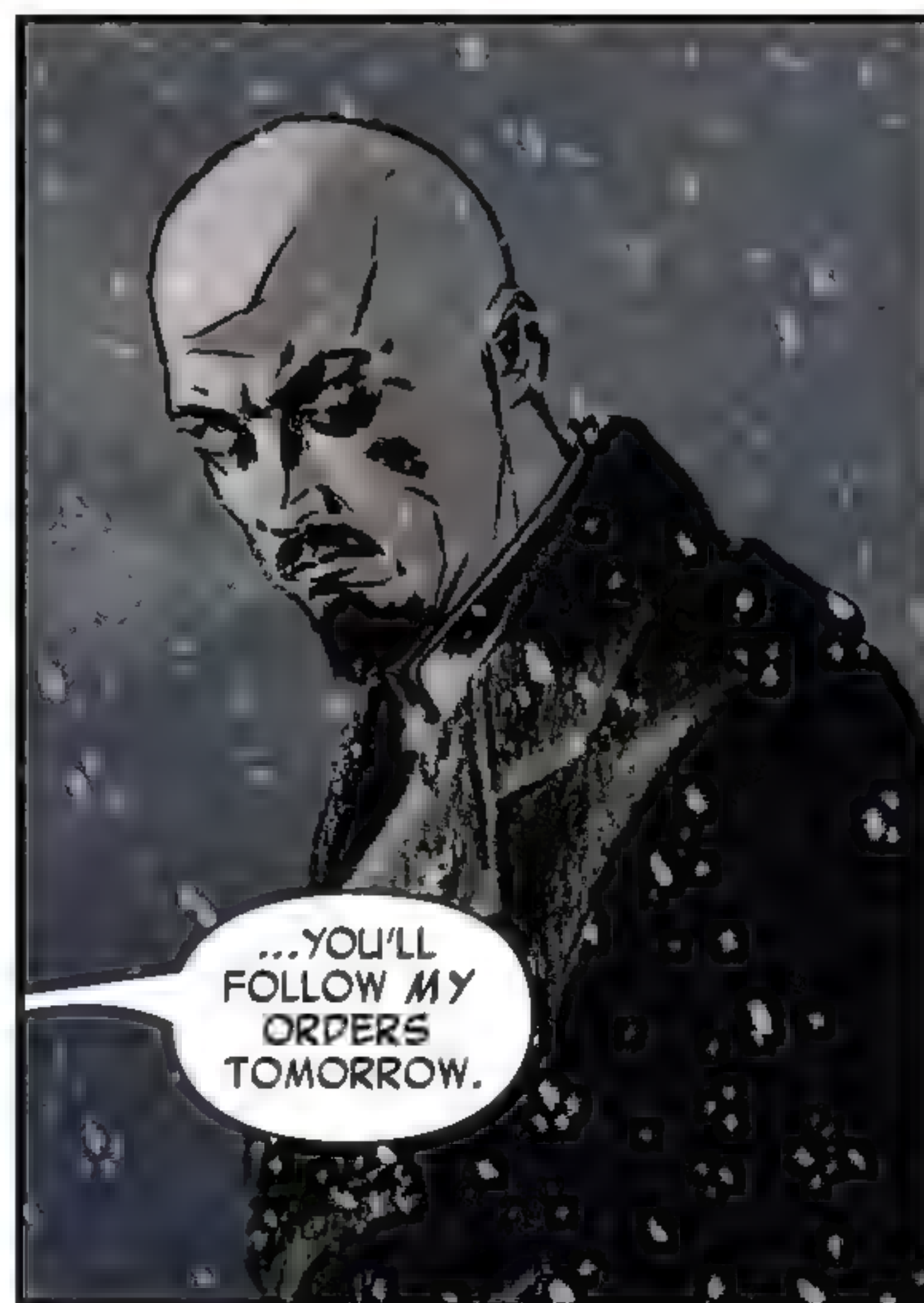
I'M
COUNTING ON
THAT. BUT HOW ARE YOU
HOLDING UP WITH THIS
WEATHER, NAMOR? TORO'S
BEEN SHIVERING ALL DAY.



IT'S COLD AS HELL,
SURE, BUT IT WON'T
KEEP US OUT OF
THE AIR.

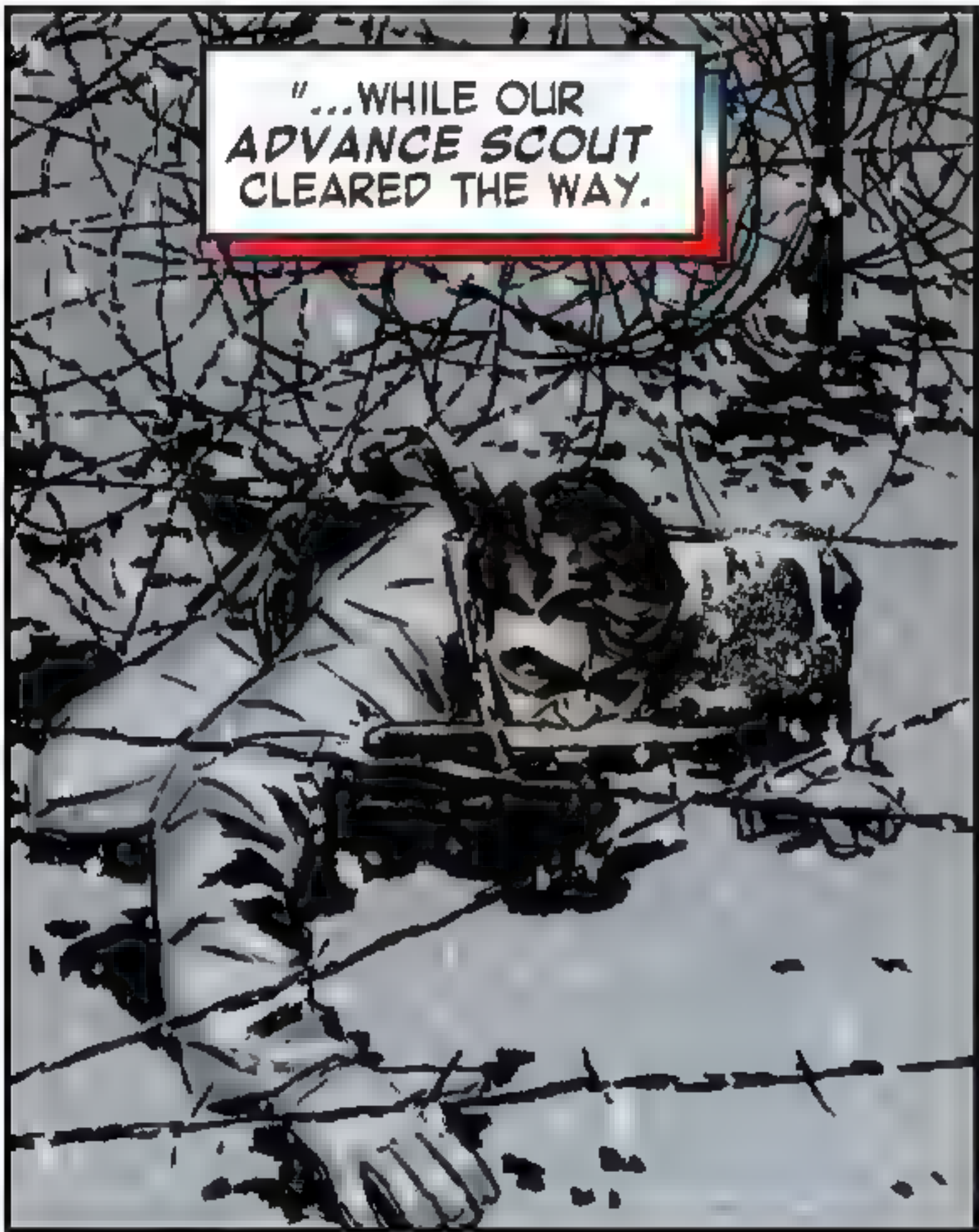


GOOD
TO HEAR...NOW,
GET SOME REST
WHILE YOU CAN.
WE HIT KRONAS AN
HOUR BEFORE
DAWN.

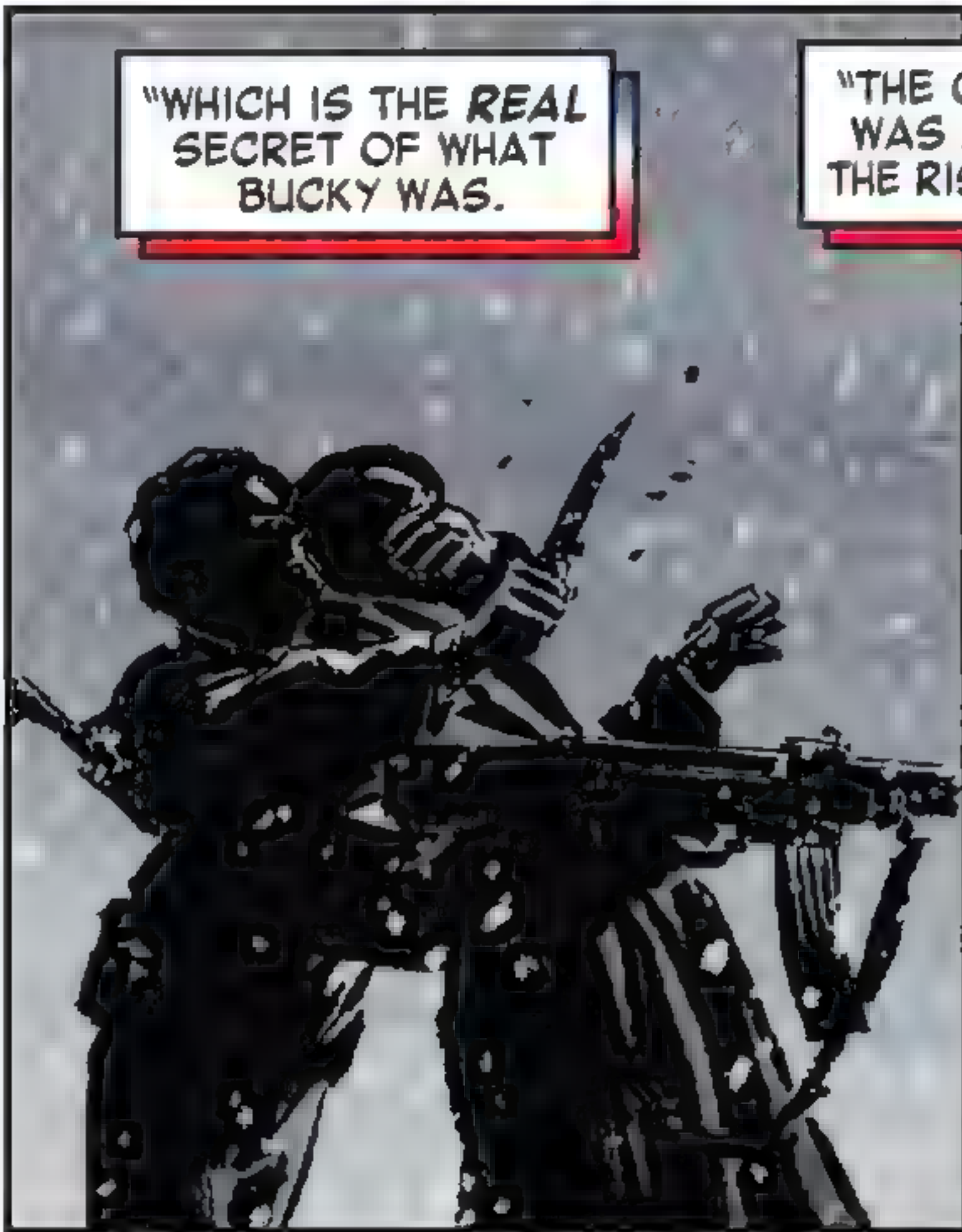




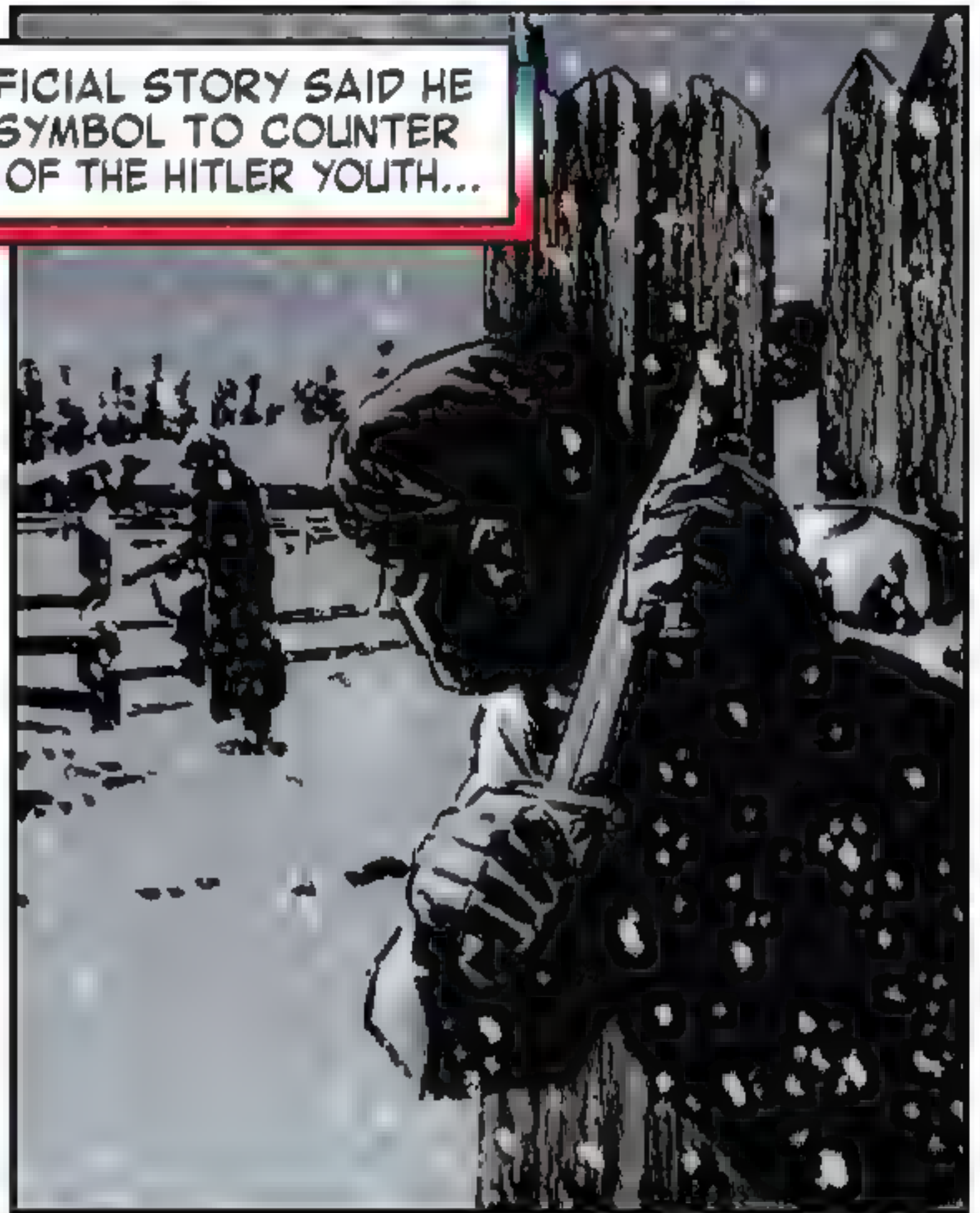
"SO, THE MORNING FOUND US WITH KARPOV'S HANDPICKED N.K.V.D. SQUAD HIDING ON THE OUTSKIRTS OF KRONAS...



"...WHILE OUR ADVANCE SCOUT CLEARED THE WAY.



"WHICH IS THE REAL SECRET OF WHAT BUCKY WAS.



"THE OFFICIAL STORY SAID HE WAS A SYMBOL TO COUNTER THE RISE OF THE HITLER YOUTH...



"AND THERE WAS *SOME* TRUTH TO THAT, BUT LIKE ALL THINGS IN WAR, THERE WAS A *DARKER* TRUTH UNDERNEATH.



"BUCKY DID THE THINGS I *COULDN'T*. I WAS THE ICON. I WORE THE *FLAG*... BUT WHILE I GAVE SPEECHES TO TROOPS IN THE TRENCHES...



"...HE WAS DOING WHAT HE'D BEEN TRAINED TO DO...AND HE WAS *HIGHLY* TRAINED.



"HE WOULDN'T'VE BEEN OUT THERE WITH US IF HE WASN'T.

BLUEJAY TO EAGLE, WE ARE GO FOR LAUNCH...



"WITH THE PERIMETER
GUARD OUT, WE SHOULD
HAVE BEEN ABLE TO
WALTZ RIGHT IN...

"...BUT WE DIDN'T
GET THAT LUCKY.



NO! HOLD
YOUR FIRE,
DAMN IT!

KRAK!



"SUDDENLY THE ALARM
IS RAISED AND IT ALL
GOES TO HELL.

BUDDA
BUDDA BUDDA

"IT'S ALMOST LIKE
THEY WERE EXPECTING
US. NAZIS START
CRAWLING OUT OF
THE WOODWORK...



"...ALONG WITH SOMETHING
FAR WORSE--MASTER
MAN. HITLER'S PERSONAL
SUPER-SOLDIER.

WER
WAGT ES,
MEINE RUHE ZU
STÖREN?!



"WE'D BEEN EXPECTING
HIM, OR SOMETHING
LIKE HIM, OF COURSE."

TORCH,
NAMOR--
NOW!



"WE FACED
THREATS
LIKE THIS ALL
THE TIME..."

EUCH
SCHWEINEHUNDE
MACH ICH ZU
HACKFLEISCH!



"...BUT I CAN ONLY
IMAGINE WHAT THIS
KIND OF COMBAT
LOOKED LIKE TO
THE RUSSIANS.

KEEP YOUR MEN
BACK, KARPOV!
PROTECT THE
VILLAGERS!



KEEP
THEM
SAFE!



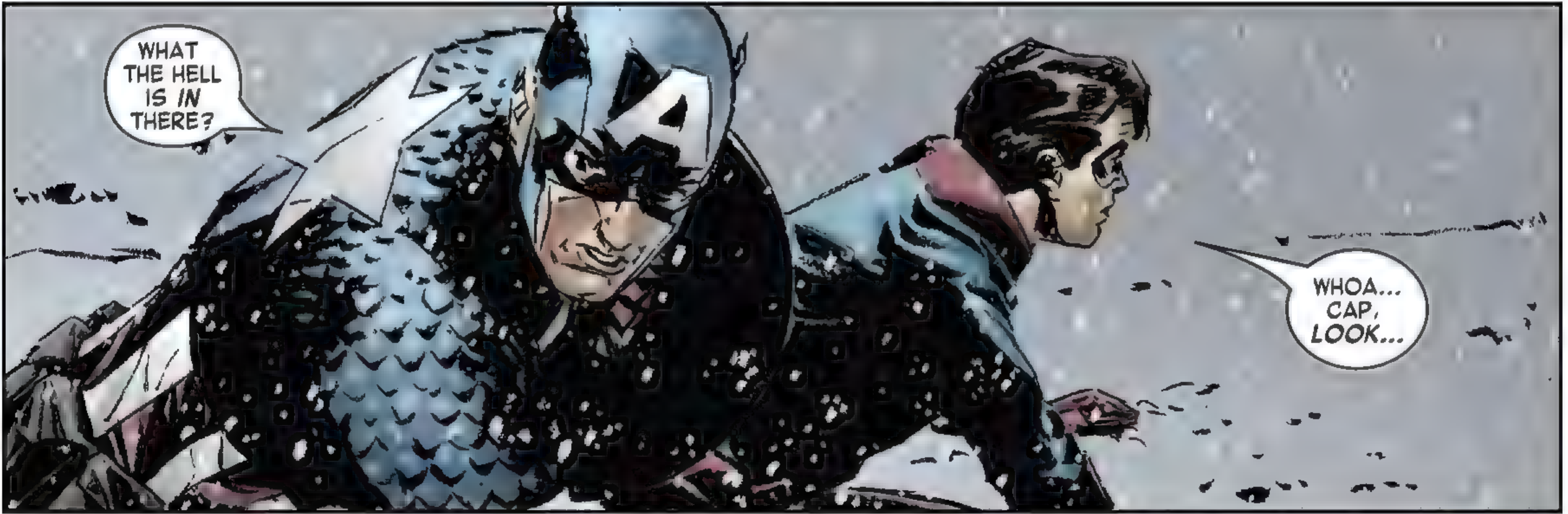
"THEY'D BEEN FIGHTING
A WAR OF ATTRITION...
OVER EACH BLOCK OF
STALINGRAD AND EVERY
ACRE OF THEIR
COUNTRYSIDE..."

AAAAA!



"...AND NOW THERE WERE
MEN DOING BATTLE IN
THE SKY ABOVE THEM...
MEN ON FIRE.







"...AND THEN IT WAS BACK WITH A VENGEANCE.

MOVE,
NOW! GO!
GO!

ZZZZPSHH



"ITS BEAMS TORE
THROUGH HOUSES
AND PEOPLE
INDISCRIMINATELY...



"...AND THROUGH THE
FLAMES, I SAW THE
RINGLEADER OF THIS
LITTLE BAND OF TERROR,
THE RED SKULL, BEHIND
THE CONTROLS.



"I'D REALIZE LATER
HE WAS SETTING THE
SELF-DESTRUCT ON
THE DEVICE, KNOWING HE
WAS OUTNUMBERED AND
HIS CAUSE WAS LOST.

"SO HE WAS CREATING THE
BIGGEST DISTRACTION HE
COULD TO COVER HIS ESCAPE.



SKULL...
DAMN HIS
EYES...

CAP--



--LET HIM RUN. WE GOTTA HELP THESE PEOPLE...



"WHICH IS EXACTLY WHAT THE SKULL KNEW WE'D DO."



"NAMOR AND THE TORCHES BROKE OFF THEIR BATTLE WITH MASTER MAN TO HELP GET THE FIRE UNDER CONTROL..."

"...AND HE AND THE RED SKULL DISAPPEARED."



"WHILE WE TRIED TO STOP KRONAS FROM BURNING TO THE GROUND."

"THE TORCH ABSORBED AS MUCH OF THE FIRE AS HE COULD, AND HE AND TORO MELTED THE SNOW IN THE SKY INTO A HARD RAINFALL..."



"...BUT IT WAS TOO FAR GONE... THE FIRE HAD SPREAD TOO QUICKLY..."



"KARPOV, THOUGH, WAS LESS WORRIED ABOUT THE INNOCENT VILLAGERS THAN HE WAS ABOUT WHAT THE SKULL HAD LEFT BEHIND.

<GET IT OUT OF THERE! NOW!>

<WE'RE TAKING THIS MACHINE BACK TO STALINGRAD TO USE ON ITS MAKERS!>



"AND WHEN THE SKULL'S BOOBY TRAP WENT OFF, HIS MEN BURNED ALONG WITH THE NAZI WEAPON.

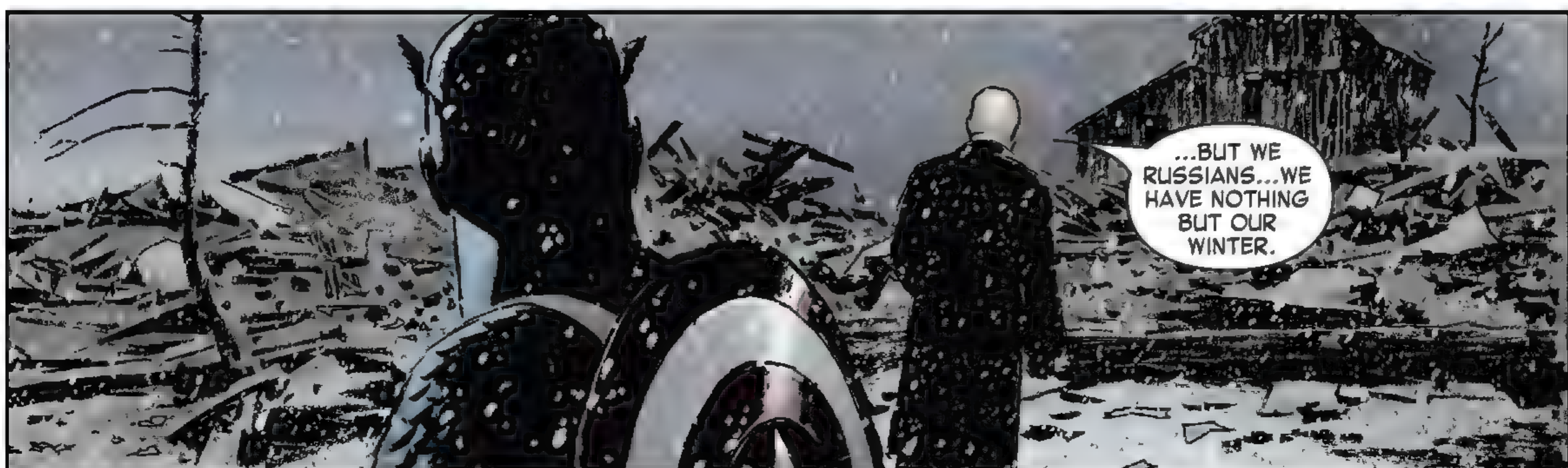


DAMN YOU, YOU FOOL! HASN'T THERE BEEN ENOUGH DEATH TODAY?



YOU DO NOT UNDERSTAND... YOU CANNOT.

YOU AND THE GERMANS, YOU HAVE YOUR SUPER-SOLDIERS...YOUR SECRET WEAPONS...



...BUT WE RUSSIANS...WE HAVE NOTHING BUT OUR WINTER.



"WE WERE IN THE AIR AN HOUR LATER, ON OUR WAY BACK TO ENGLAND TO MAKE OUR REPORT AND TRY TO PICK UP THE SKULL'S TRAIL."



"THE LAST I SAW OF VASILY KARPOV, HE WAS WANDERING THROUGH WHAT WAS LEFT OF KRONAS...SURVEYING THE DAMAGE I'M SURE HE BLAMED ON ME."



<MAMA! NOOO! DON'T BE DEAD, MAMA! PLEASE DON'T BE DEAD!>

<YOU, BOY--COME AWAY FROM THERE.>

<BUT...MY MAMA...>



<IT'S TOO LATE FOR HER, BOY...TOO LATE FOR THIS VILLAGE. BUT IT IS NOT TOO LATE FOR MOTHER RUSSIA...>

<WHAT'S YOUR NAME, BOY?>



<ALEK...>



<YOU COME WITH ME, ALEK. I'LL TAKE YOU BACK TO STALINGRAD AND SHOW YOU WHAT IT TRULY MEANS TO BE RUSSIAN.>

<YOU'VE ALREADY LEARNED THE HARDEST PART...>



SO, WHAT'RE YOU THINKIN'?

I DON'T KNOW...COULD ALL OF THIS--THE SKULL'S DEATH, THE CUBE--BE SOME KIND OF LONG DISTANCE REVENGE OF KARPOV'S?

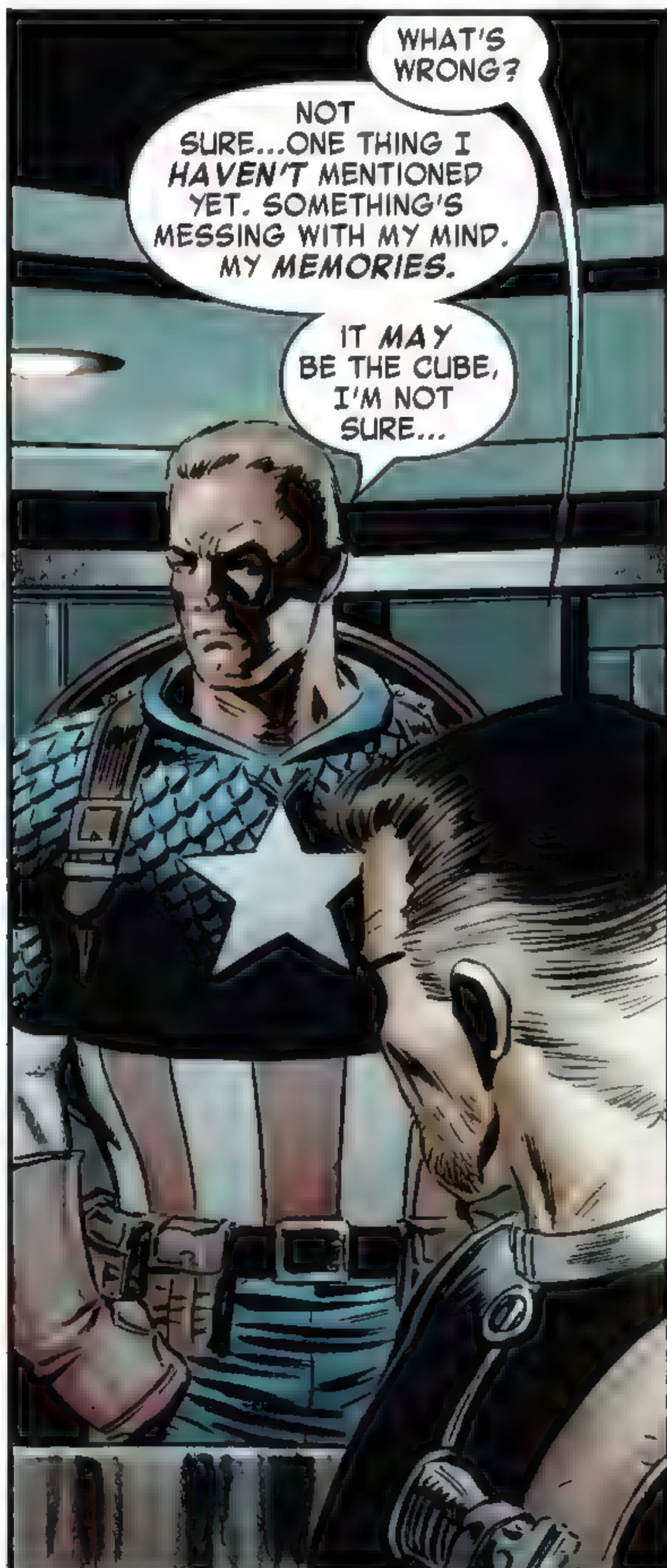


I DON'T THINK SO, STEVE. KARPOV DIED NEARLY TWENTY YEARS AGO... WHILE YOU WERE STILL ON ICE.

AND REMEMBER, HE WAS HIGH-RANKING KGB, SO HE'D'VE PROBABLY HEARD THROUGH ONE SOURCE OR ANOTHER THAT YOU DIED IN '45.



HUH. YEAH... THAT.



WHAT'S WRONG?

NOT SURE...ONE THING I HAVEN'T MENTIONED YET. SOMETHING'S MESSING WITH MY MIND. MY MEMORIES.

IT MAY BE THE CUBE, I'M NOT SURE...



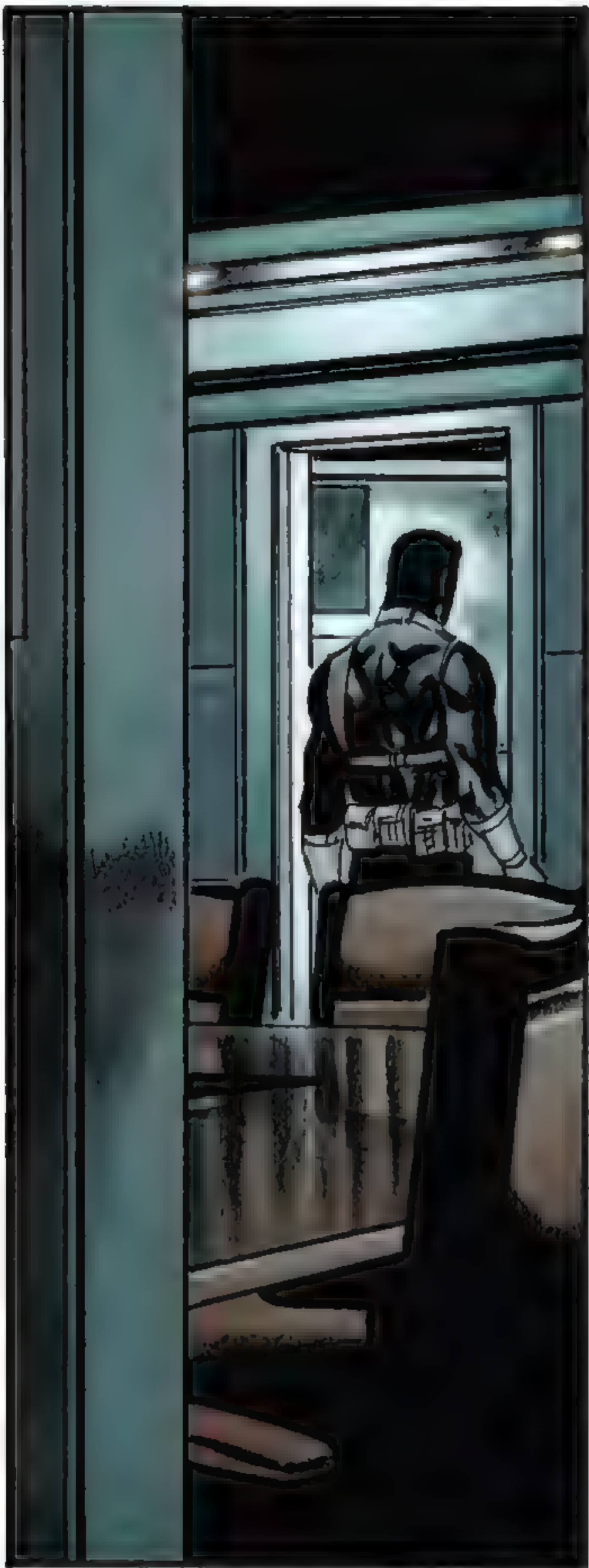
BUT THAT'S ONE REASON I CONTACTED YOU TONIGHT...

I NEED TRANSPORT SOMEWHERE, I NEED TO SEE IF REALITY AND MY MEMORIES MATCH UP OR NOT.



OF COURSE. I'LL SEND AN ORDER TO THE FLIGHT DECK RIGHT NOW. CARE TO TELL ME WHERE YOU'RE HEADED?

ACTUALLY... NO, I DON'T.





CAPTAIN AMERICA #6
"OUT OF TIME PART 6"

 Somewhere Beneath Philadelphia

YES, SIR...
WE'LL BE IN
PLACE WITHIN
THE HOUR,
GENERAL
LUKIN.

THE
DEVICE IS
SET TO THE
REMOTE...

...AND THE
SCAPEGOAT IS
IN POSITION.

IF ALL GOES ACCORDING
TO *PLAN*, YOU SHOULD HAVE
PLAUSIBLE DENIABILITY
ON EVERYTHING THAT
HAPPENS TODAY.

WERE
YOU ABLE
TO GET THE
RECEPTOR
SET UP?

THAT'S
GOOD...HUNH-
HUH.

ENOUGH
ENERGY LEFT
FOR WHAT?

NO,
YOU'RE *RIGHT*,
SIR, THAT *IS* NONE
OF MY CONCERN...
EXCUSE ME.

YES,
SIR...I AM...I'M
ABOUT TO TAKE CARE
OF THE S.H.I.E.L.D.
WOMAN RIGHT NOW.
EXACTLY AS
ORDERED...

S.H.I.E.L.D.
Helicarrier
HEADQUARTERS OF THE U.N.
PEACEKEEPING TASKFORCE





THAT WAS MY MISTAKE... I DIDN'T WANT HER TAKING THE LIAISON GIG WITH ROGERS. JEALOUS, I GUESS, WITH THEIR HISTORY AND ALL.

SO I TRIED TO PUT MY FOOT DOWN, BUT... WELL...



SHARON PUT HER FOOT WHERE THE SUN DON'T SHINE.

BASICALLY.

SHE'S TOUGH AS NAILS, THAT GIRL. WHICH IS WHY I'M TRYING NOT TO WORRY, YET.



LOOK, I'VE GOT TEAMS SWEEPING PHILLY RIGHT NOW, AND OUR SATELLITES ARE SCANNING THE ENTIRE EASTERN SEABOARD FOR A SIGNAL FROM HER COMMUNICATOR.

IF IT'LL MAKE YOU FEEL ANY BETTER, YOU CAN JOIN THE EFFORT.

THAT WOULD HELP, SIR, YEAH... I JUST... I CAN'T SIT AROUND HERE DOING NOTHING.



UNDERSTOOD, AGENT. TAKE A CAR DOWN... BUT NOT ONE OF MY PORSCHE'S.

I'LL HAVE ONE OF THE TEAM LEADERS RADIO YOU WITH THEIR 20.



IS HE DOWN THERE... LOOKING FOR HER?

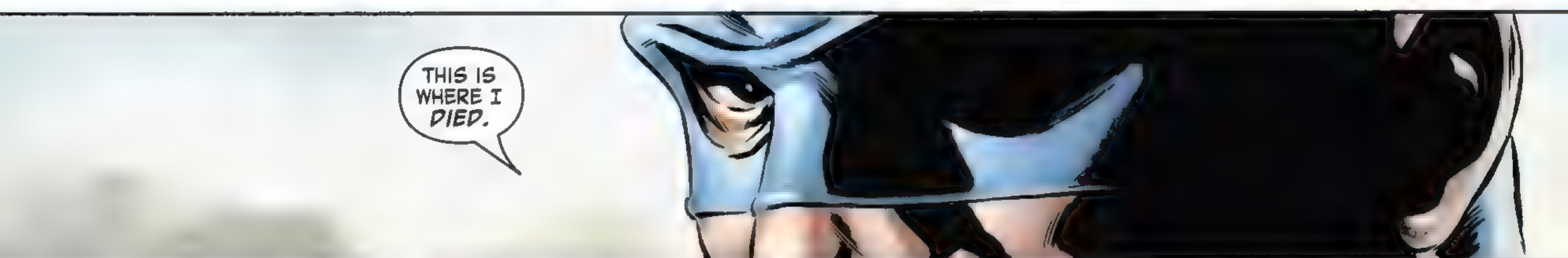
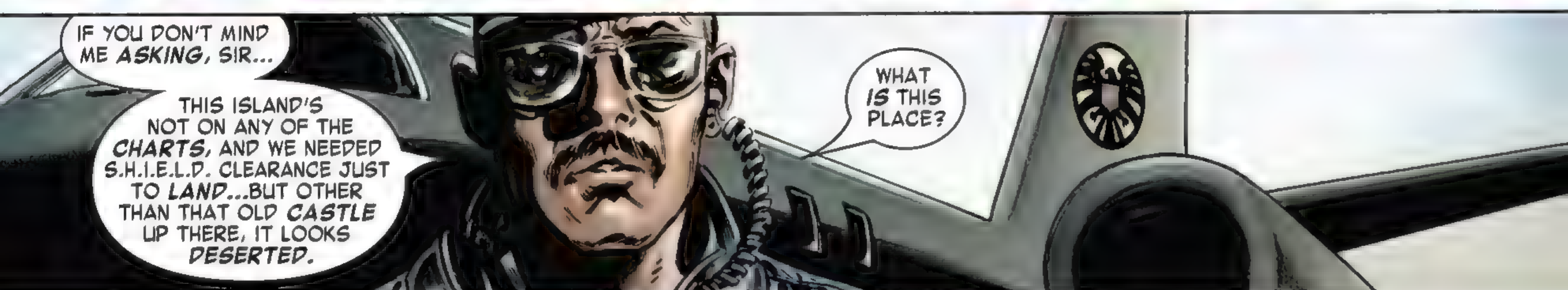
CAPTAIN AMERICA?

YES, SIR.

NO. HE'S GOT ENOUGH ON HIS MIND RIGHT NOW AS IT IS.



HE DOESN'T EVEN KNOW SHE'S MISSING, AND I'D LIKE TO FIND HER BEFORE HE HAS TO BE TOLD...

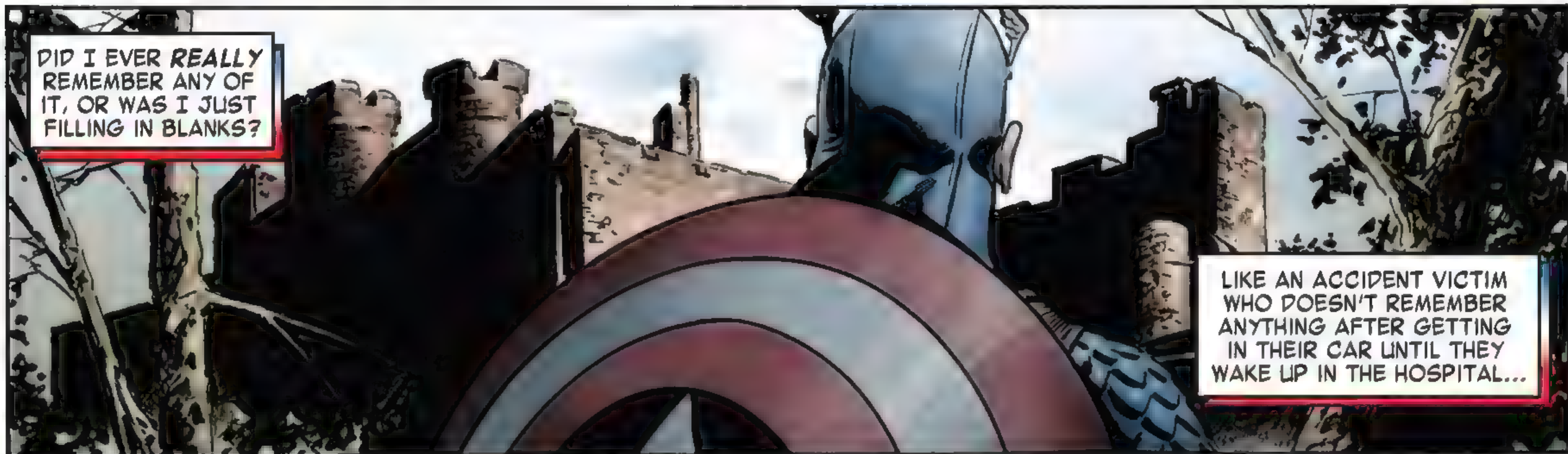




SO MANY CONFLICTING REPORTS ABOUT THAT DAY...THE DAY EVERYTHING WENT WRONG...SO MANY FALSE DETAILS LEAKED FOR TOP SECRET REASONS. I'VE READ THEM ALL.

SOME SAY IT ALL TOOK PLACE IN *ENGLAND*. ONE REPORT I READ CLAIMED WE WERE BROUGHT TO *NEWFOUNDLAND*.

SOMETIMES I THINK I'M NOT EVEN SURE WHAT REALLY HAPPENED ANYMORE.



DID I EVER *REALLY* REMEMBER ANY OF IT, OR WAS I JUST FILLING IN BLANKS?

LIKE AN ACCIDENT VICTIM WHO DOESN'T REMEMBER ANYTHING AFTER GETTING IN THEIR CAR UNTIL THEY WAKE UP IN THE HOSPITAL...

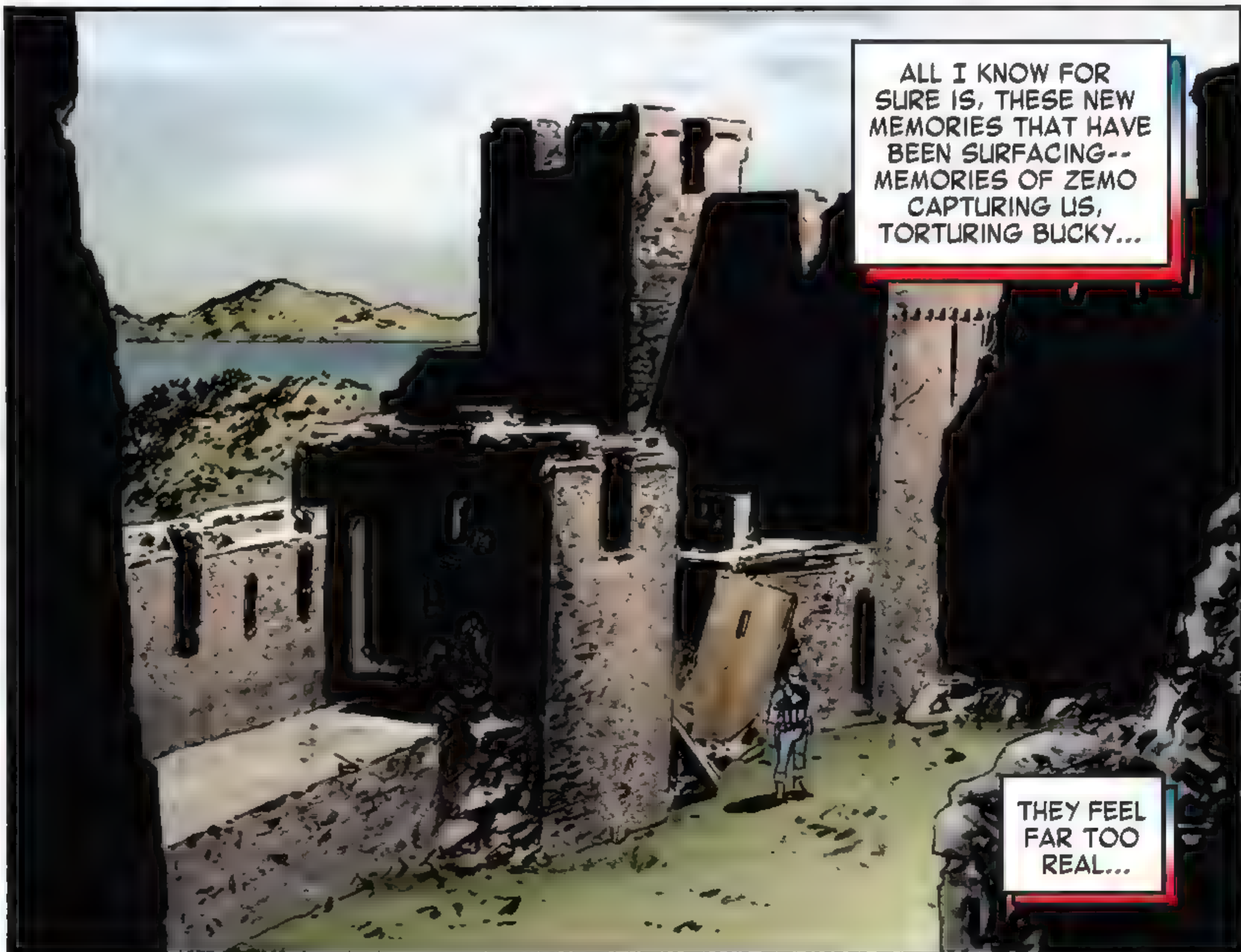


NO...I ALWAYS REMEMBERED ZEMO AND THE DRONE PLANE...

ALWAYS REMEMBERED IT EXPLODING.



BUT THE REST OF IT, I SUPPOSE IT'S POSSIBLE THAT READING REPORTS ABOUT THAT DAY COLORED MY PERCEPTIONS.



ALL I KNOW FOR SURE IS, THESE NEW MEMORIES THAT HAVE BEEN SURFACING-- MEMORIES OF ZEMO CAPTURING US, TORTURING BUCKY...

THEY FEEL FAR TOO REAL...



LIKE SOMETHING'S UNLOCKING THE PART OF MY BRAIN WHERE THEY'VE HIDDEN ALL THIS TIME AND **FORCING ME** TO ACKNOWLEDGE THEM.

THAT'S WHY I HAD TO COME HERE, AFTER ALL THESE **YEARS...** TO FIND THE TRUTH.



THIS ISLAND IS ONLY IN ONE REPORT ABOUT THAT DAY. THE ONE PREPARED FOR **PRESIDENT ROOSEVELT**.



THIS WAS A NAZI BASE BETWEEN OCCUPIED FRANCE AND ALLIED BRITAIN. EVEN AFTER THE NAZIS WERE DRIVEN OUT OF FRANCE, THEY MANAGED TO KEEP THIS SPOT A SECRET.

AND WHEN ZEMO CAPTURED US IN ENGLAND, HE AND HIS MEN BROUGHT US HERE, HELD US CAPTIVE WHILE THEY ANALYZED THE ALLIED DRONE PLANE THEY'D STOLEN.



BUT UNTIL THESE PAST FEW WEEKS, I **NEVER** REMEMBERED THE BRUTALITY OF THE TIME WE WERE HERE. YET...

NO. MY GOD...



THIS IS THE ROOM. **THIS** IS WHERE IT HAPPENED... I WAS FORCED TO WATCH--

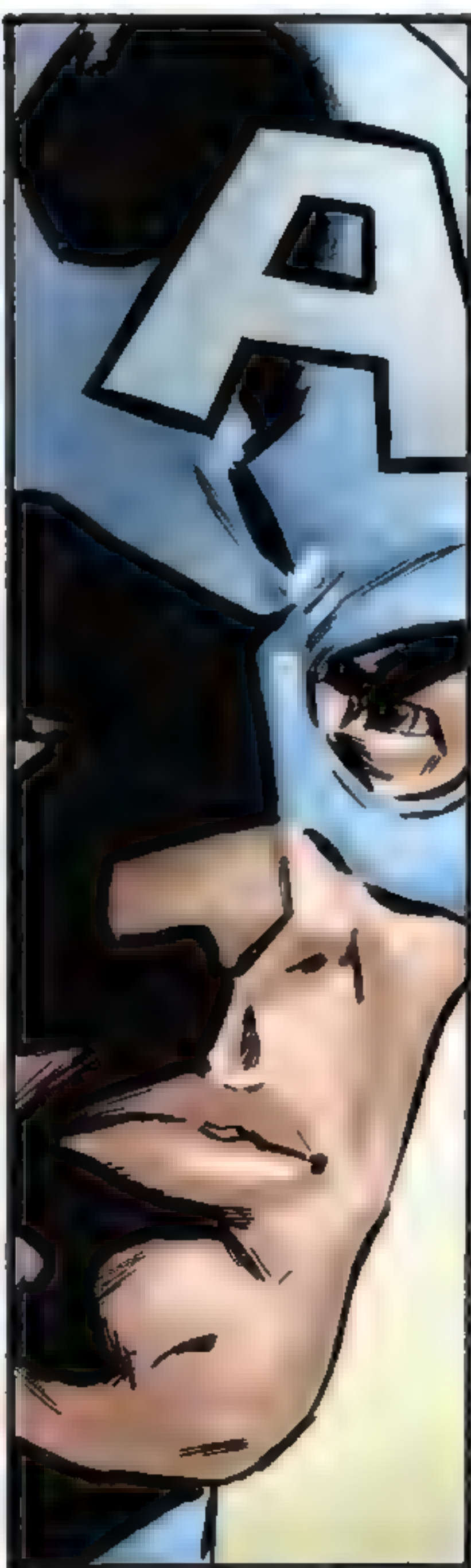
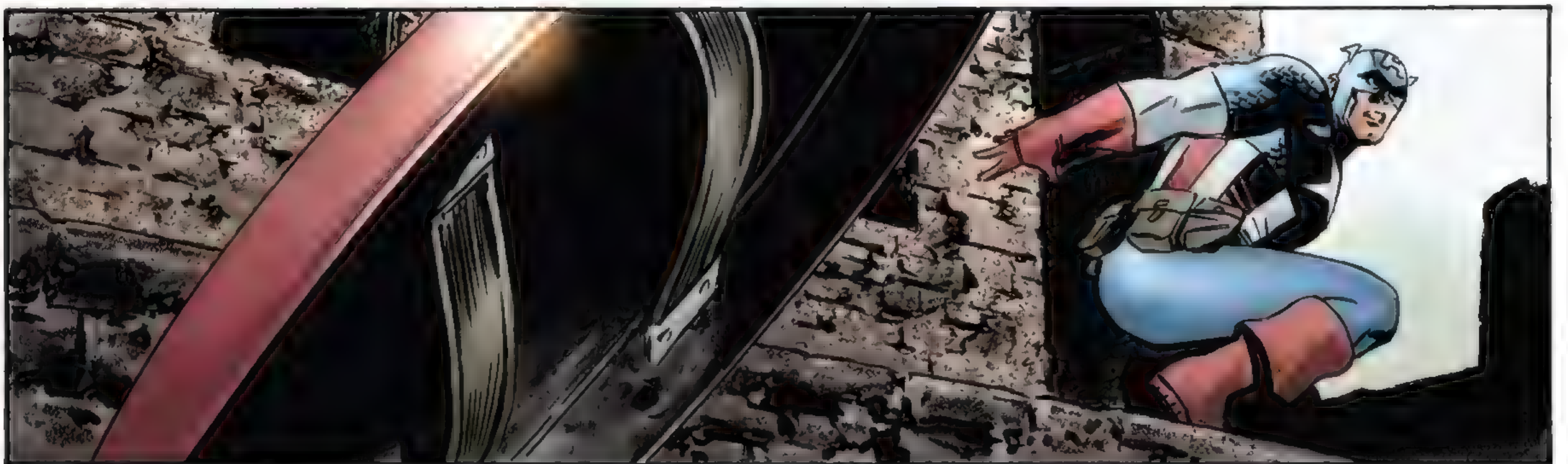
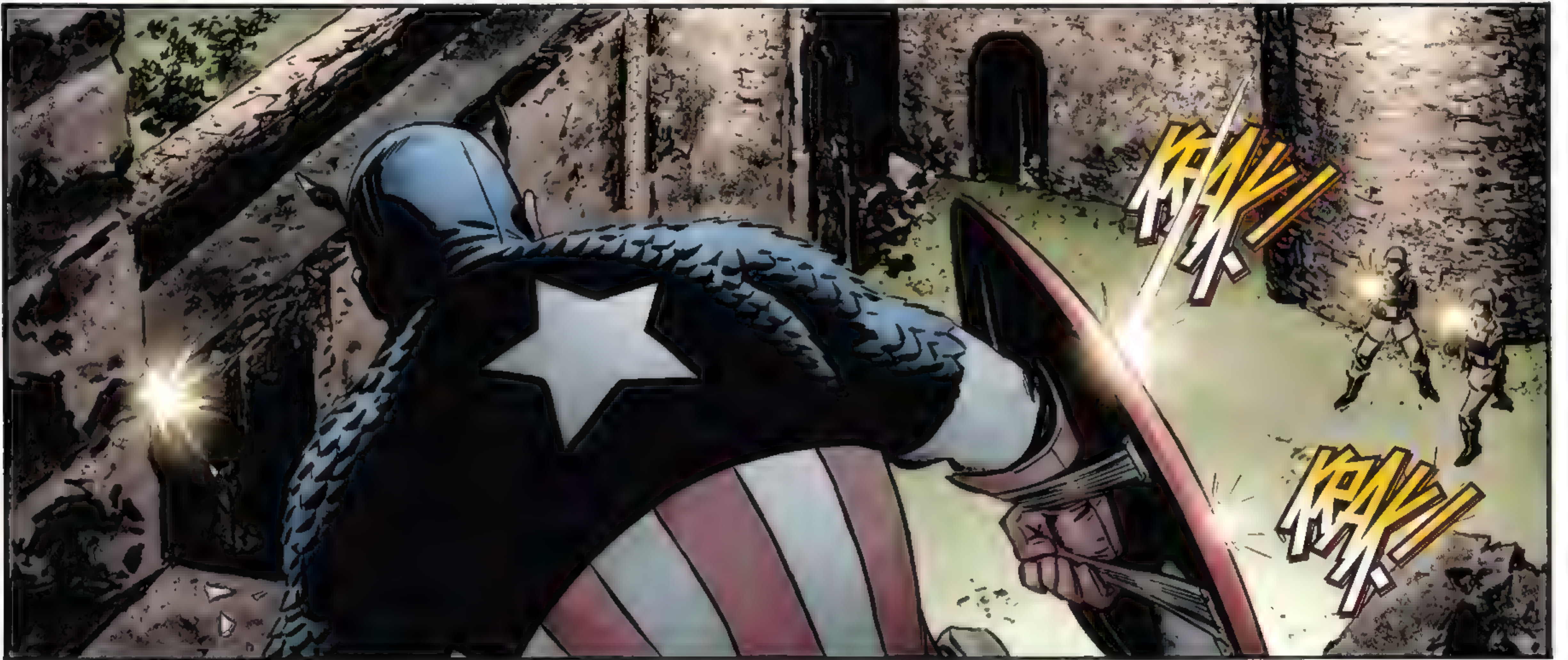
GET THE HELL AWAY FROM HIM!

HA HA HA HA HA HA!

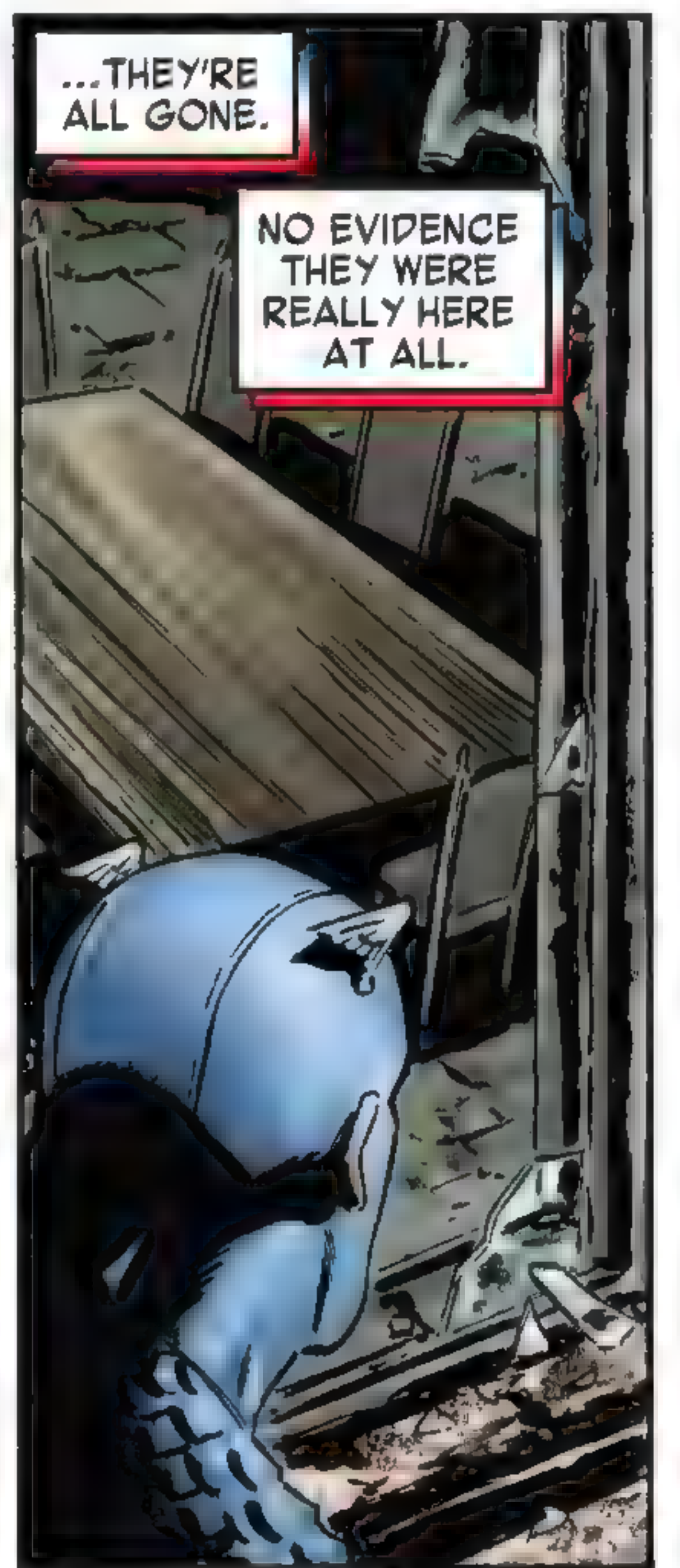


--AND ZEMO...HE WOULDN'T STOP LAUGHING.

HA HA HA HA HA HA!



OF
COURSE...



...THEY'RE
ALL GONE.

NO EVIDENCE
THEY WERE
REALLY HERE
AT ALL.



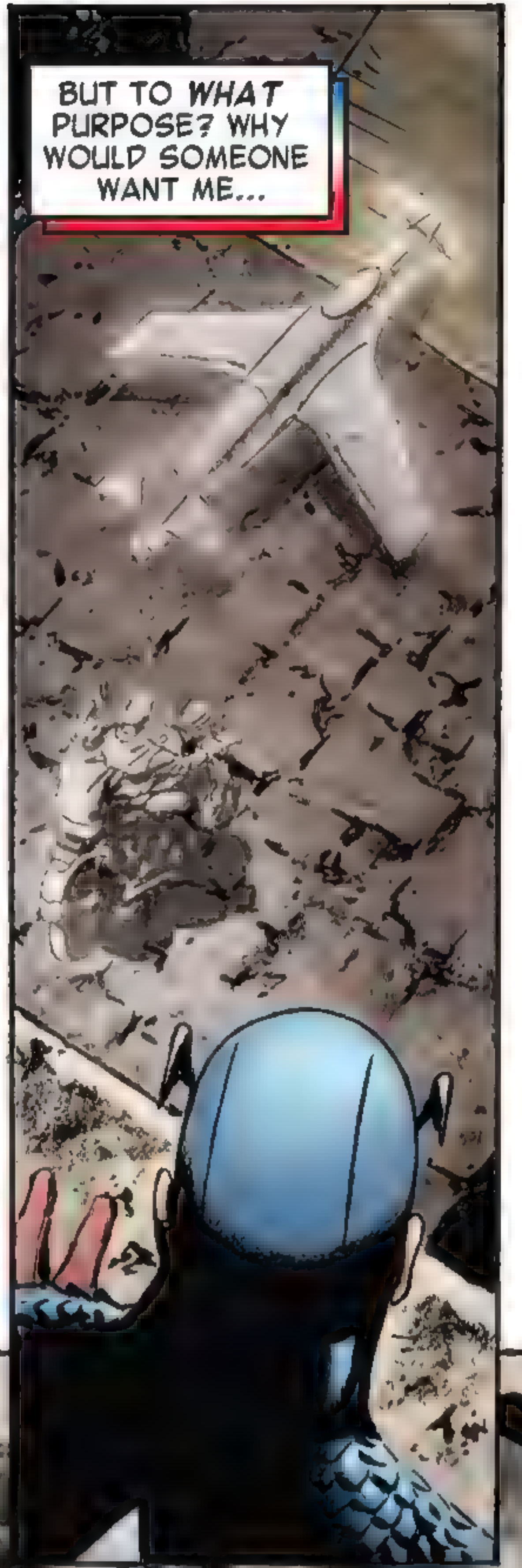
BUT THEY WERE.
I CAN STILL
SMELL THE GUNFIRE
IN THE AIR.



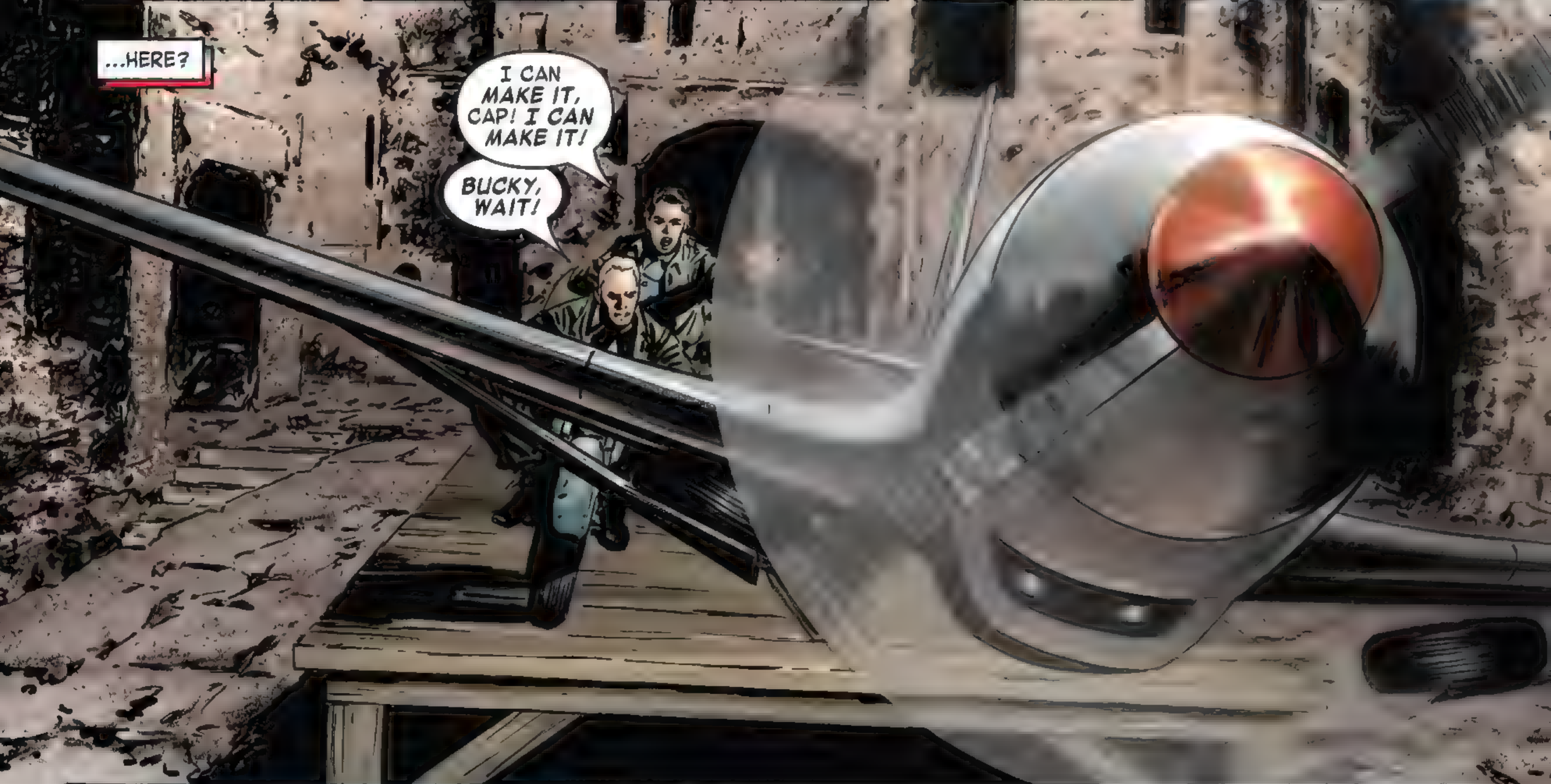
ALL OF THIS--
THESE UNLOCKED
MEMORIES, THE
STRANGE DREAMS,
AND NOW THESE
VANISHING NAZIS--
IT'S ALL THE CUBE.
IT HAS TO BE.



WHOEVER'S
GOT IT, LUKIN
OR WHOEVER
ELSE...THEY'RE
MANIPULATING
ME.



BUT TO WHAT
PURPOSE? WHY
WOULD SOMEONE
WANT ME...



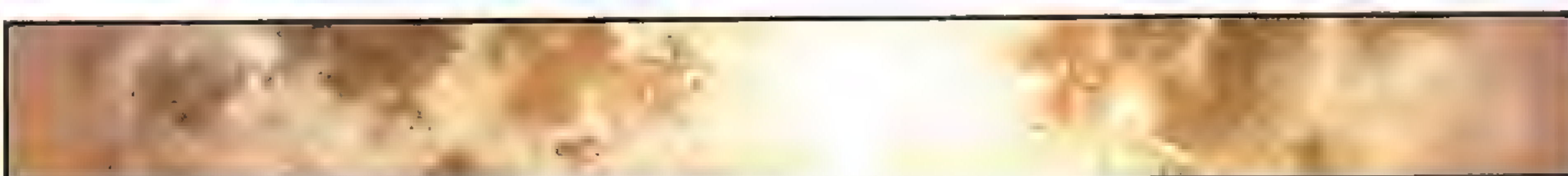
...HERE?

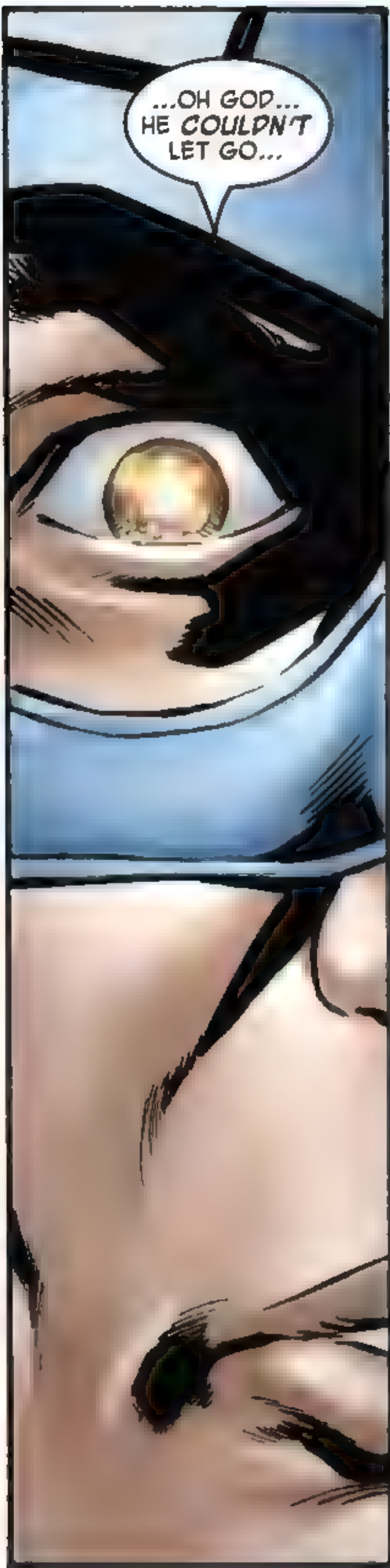
I CAN
MAKE IT,
CAP! I CAN
MAKE IT!

BUCKY,
WAIT!

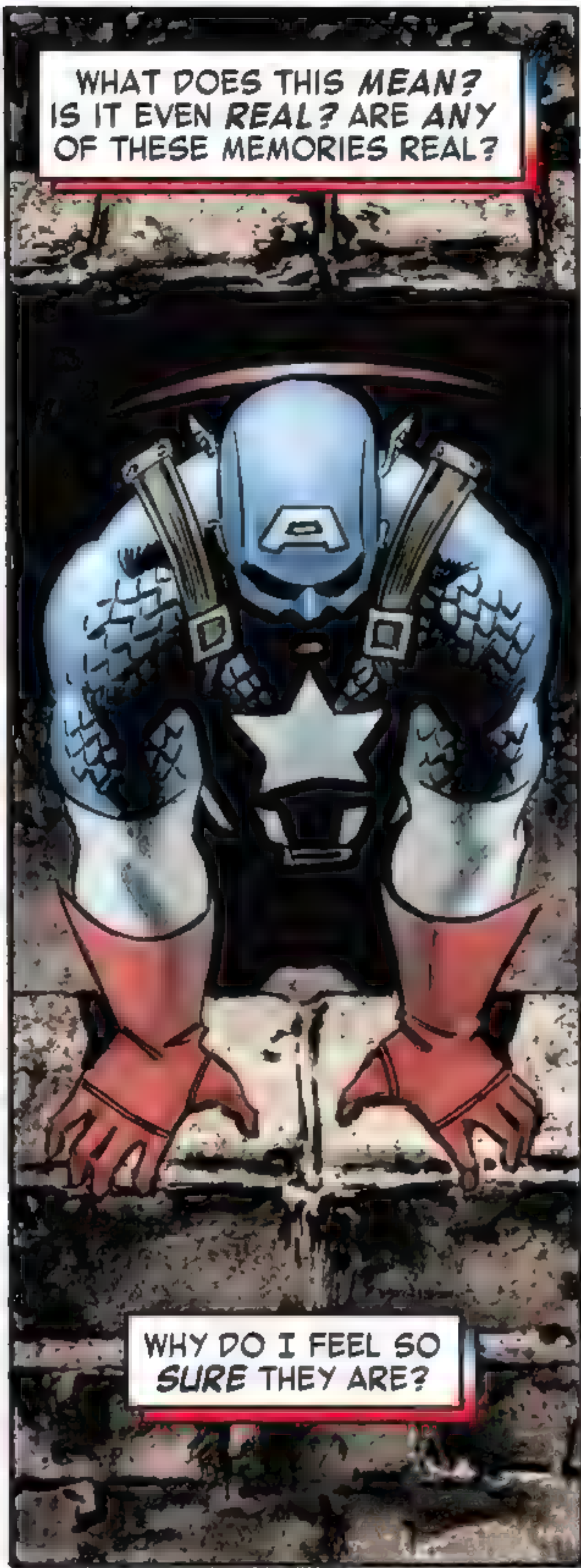


GOT
IT!





...OH GOD...
HE COULDN'T
LET GO...



WHAT DOES THIS MEAN?
IS IT EVEN REAL? ARE ANY
OF THESE MEMORIES REAL?

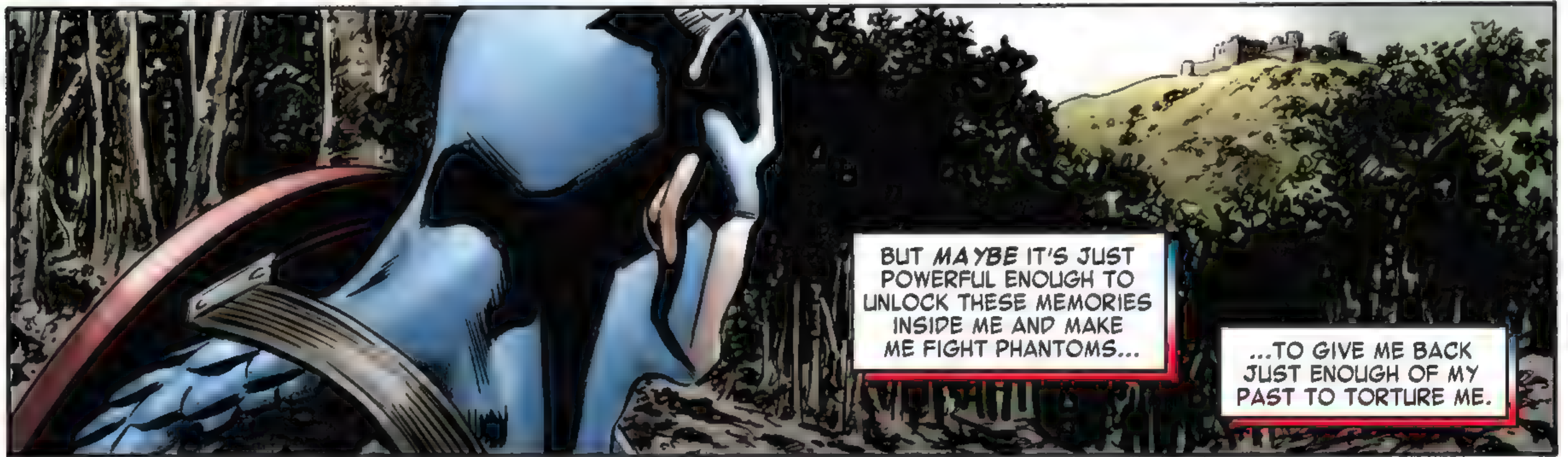
WHY DO I FEEL SO
SURE THEY ARE?



SOMETHING FURY SAID...
ABOUT THE COSMIC CUBE
STILL NEEDING TO BE
CHARGED. THAT'S WHAT
THE SKULL'S W.M.D.S WERE
FOR...TO CONVERT
DEATH INTO ENERGY.



WHICH MEANS THE
CUBE THE SKULL HAD
WHEN HE DIED IS WEAK.



BUT MAYBE IT'S JUST
POWERFUL ENOUGH TO
UNLOCK THESE MEMORIES
INSIDE ME AND MAKE
ME FIGHT PHANTOMS...

...TO GIVE ME BACK
JUST ENOUGH OF MY
PAST TO TORTURE ME.



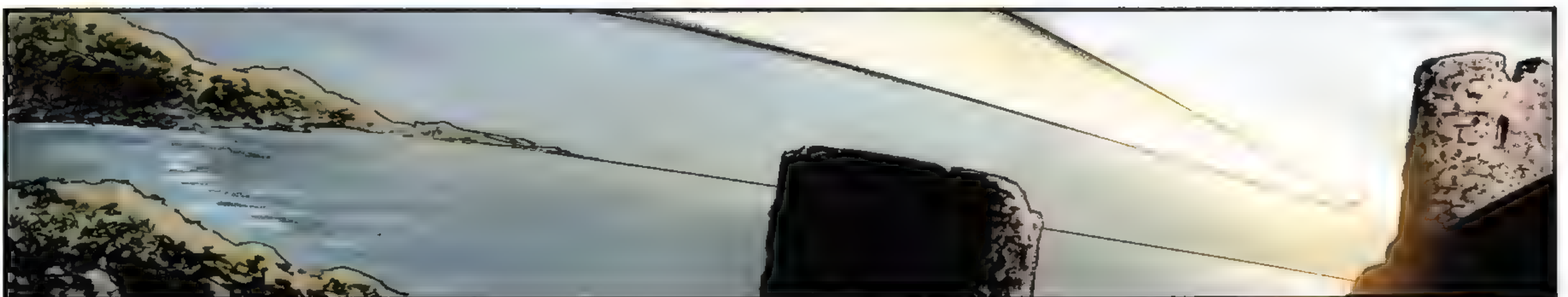
YOU FIND
WHAT YOU WERE
LOOKING FOR UP
THERE, SIR?

I FOUND
SOMETHING...
I'M JUST NOT
SURE WHAT.



SO,
BACK TO THE
HELICARRIER,
THEN?

SURE,
WHY DON'T
YOU--



S.H.I.E.L.D. Helicarrier--
COLONEL FURY'S
PRIVATE OFFICE--
THIRTY MINUTES
LATER



COLONEL,
STEVE ROGERS
IS ON SECURE
ONE.

RIGHT,
TERESA, PUT HIM
THROUGH.



FURY HERE,
WHAT'S--

SHARON'S BEEN
CAPTURED.

I KNOW...
I'VE GOT TEAMS
COMBING THE STREETS
FOR HER AS WE
SPEAK.

DAMN IT,
FURY, YOU
SHOULD'VE
TOLD ME.



NO. SOMEONE'S PULLING
OUR *STRINGS*, ROGERS.
EVER THINK THAT IT MIGHT
BE EXACTLY WHAT THEY
WANT, FOR YOU TO GO
RUSHING IN BLIND?

I KNOW
THEY DO...THEY
SHOWED ME EXACTLY
WHERE TO FIND
HER.



WHAT? WHY THE
HELL DIDN'T YOU
SAY SO?

I CAN
HAVE TEAMS
IN PLACE IN TWO
MINUTES. WHERE
IS--

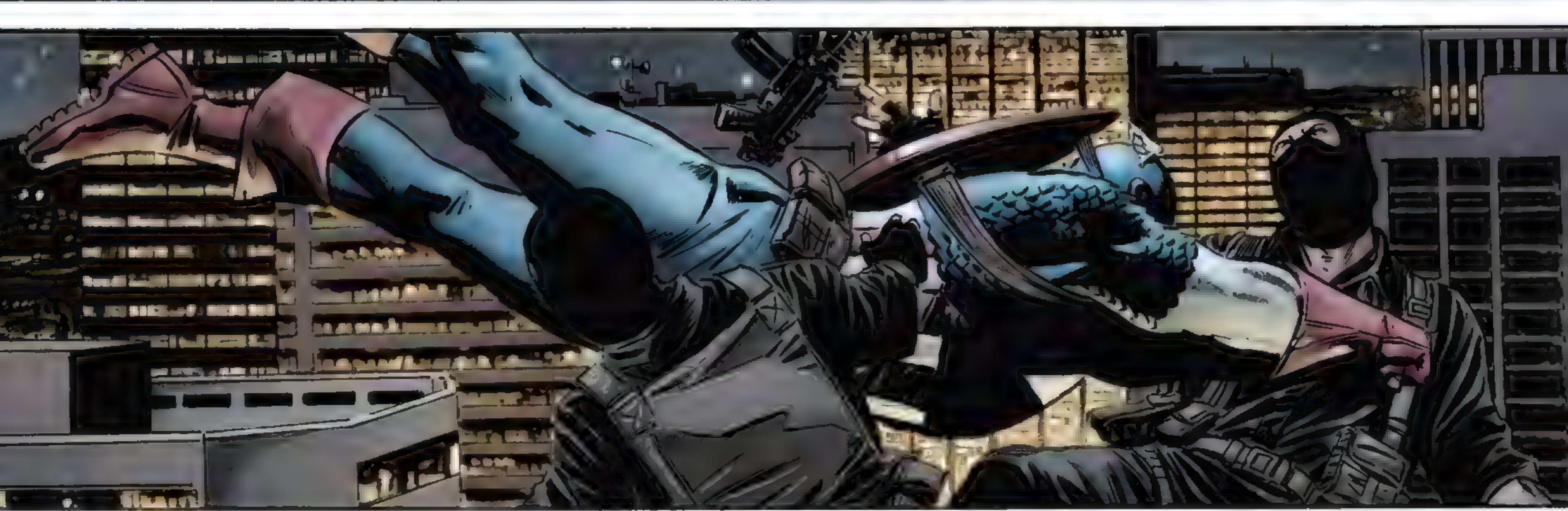
SORRY,
NICK, I'D HAVE
RADIOED IN EARLIER...BUT
COMMUNICATIONS WERE
OFFLINE AT TOP
SPEED...

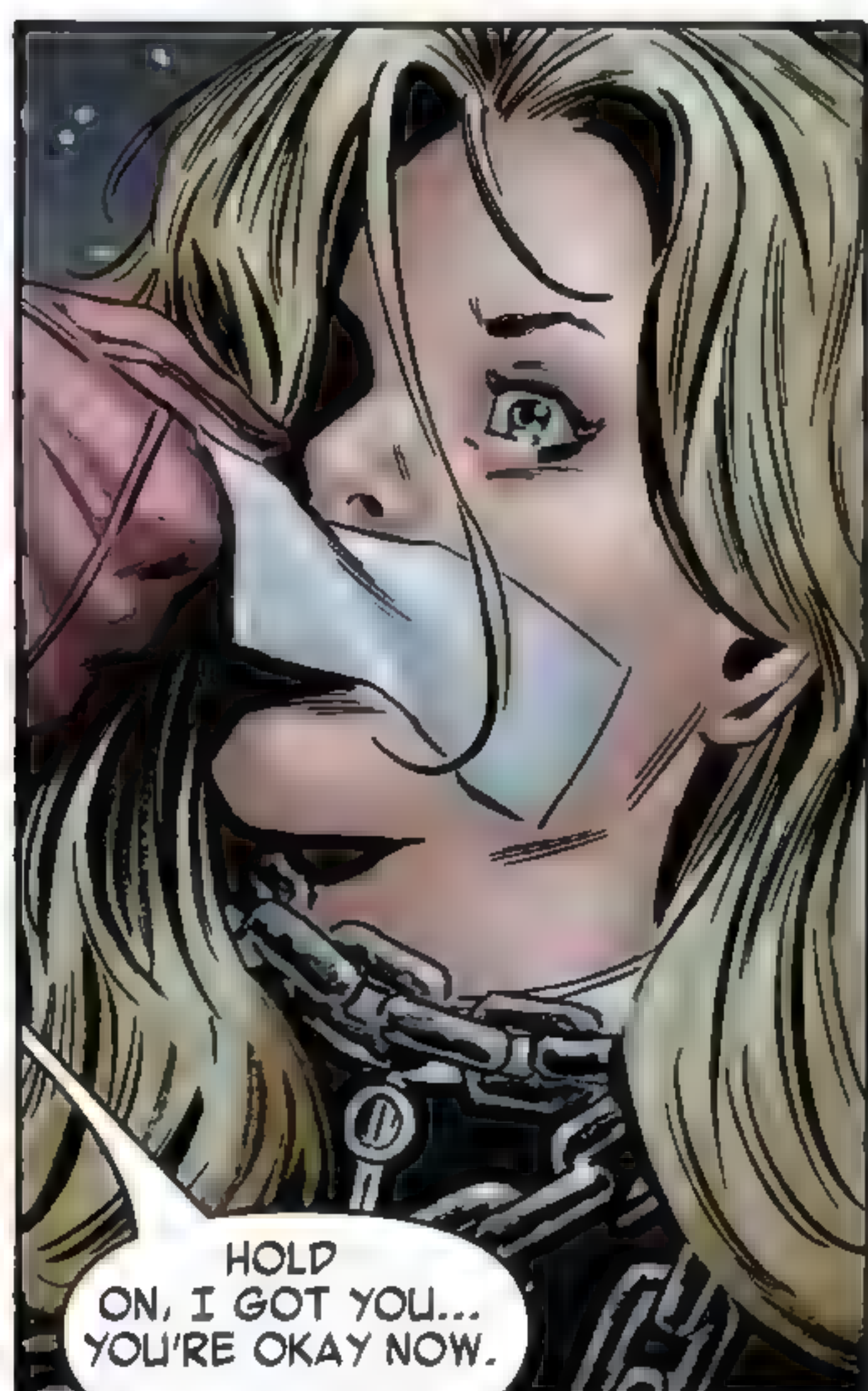
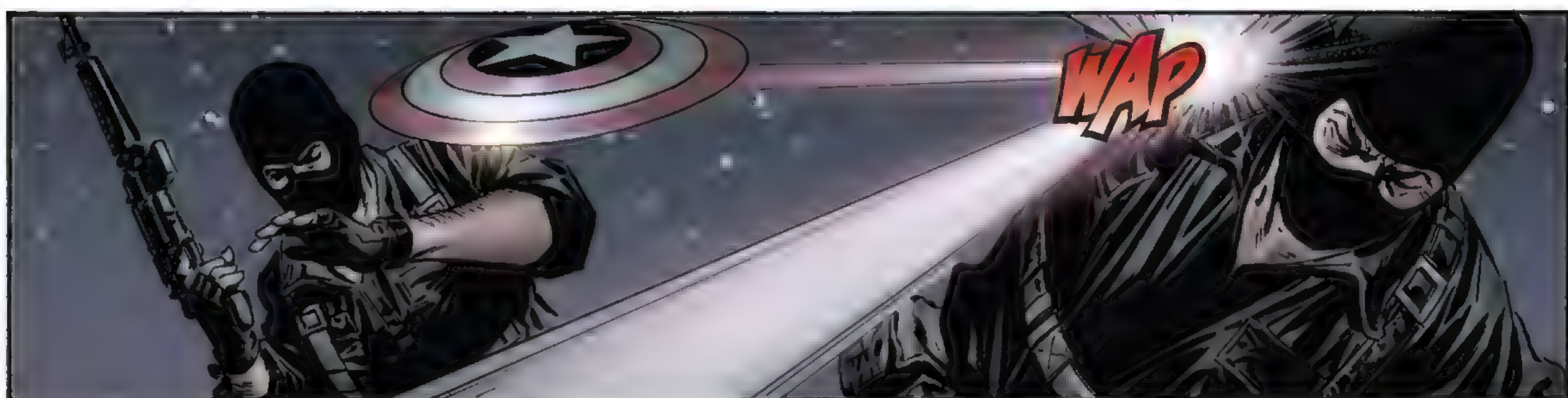


...ANYWAY,
I'M HERE NOW.
I'LL TAKE CARE
OF IT.

WAIT,
CAP--THERE'S
SOMETHING
YOU NEED TO
KNOW...

NO TIME,
NICK--







"--I THINK--
I THINK IT'S
BUCKY!"



THEY'RE
IN POSITION,
GENERAL.



SHOULD
I TAKE THE
SHOT?



NO.
REGARDLESS OF
YOUR PERSONAL
FEELINGS, THAT
IS NOT THE
PLAN.

IT'S NOT
ABOUT FEELINGS,
SIR, THE MAN IS
SIMPLY GOOD. HE'S
GOING TO BE A
PROBLEM.

I'M
SURE HE WILL BE.
BUT HE'LL SUFFER
MUCH MORE BEFORE
HE BECOMES OUR
PROBLEM...



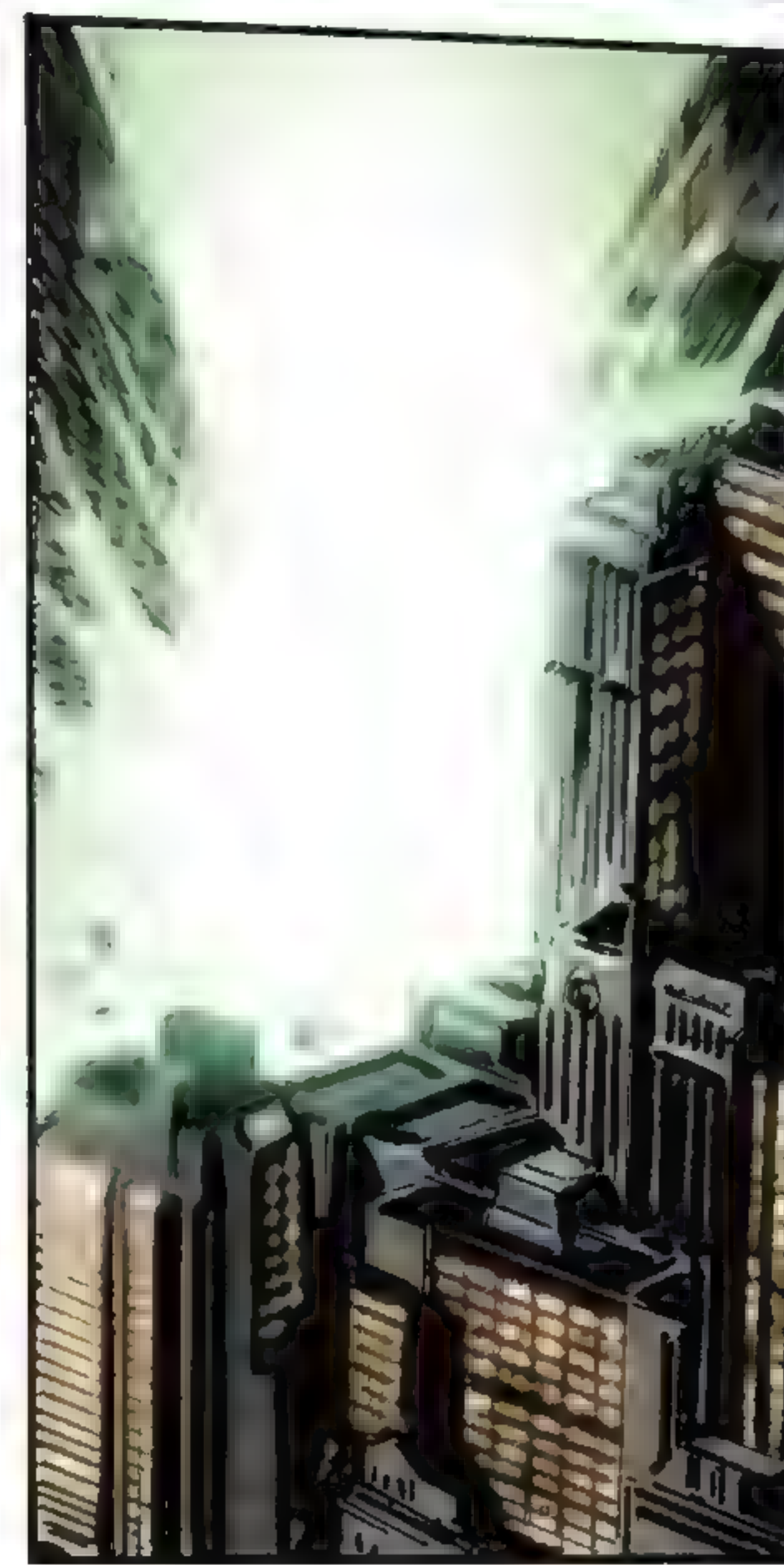
...AND
THEN YOU'LL
GET TO DEAL
WITH HIM.

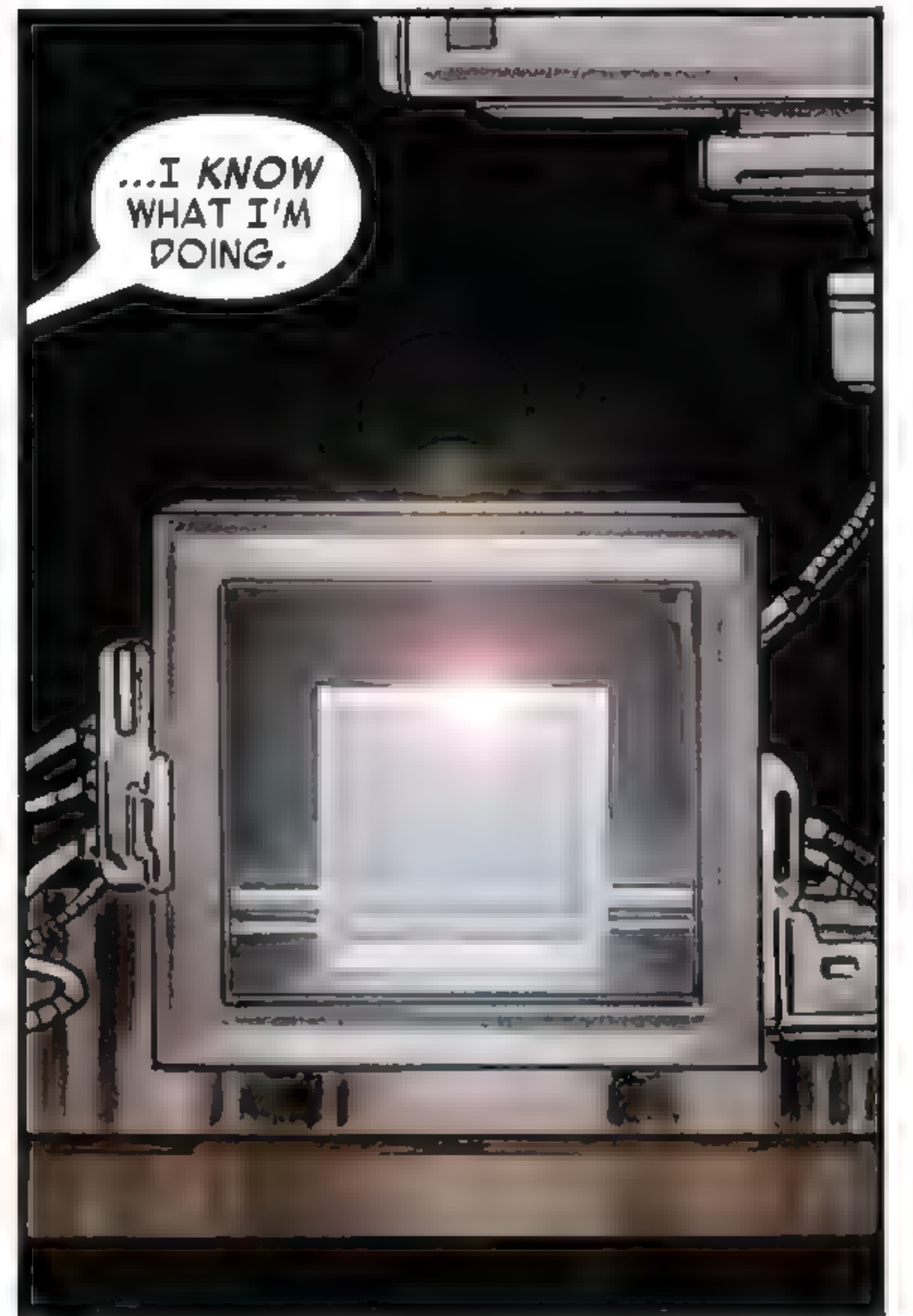
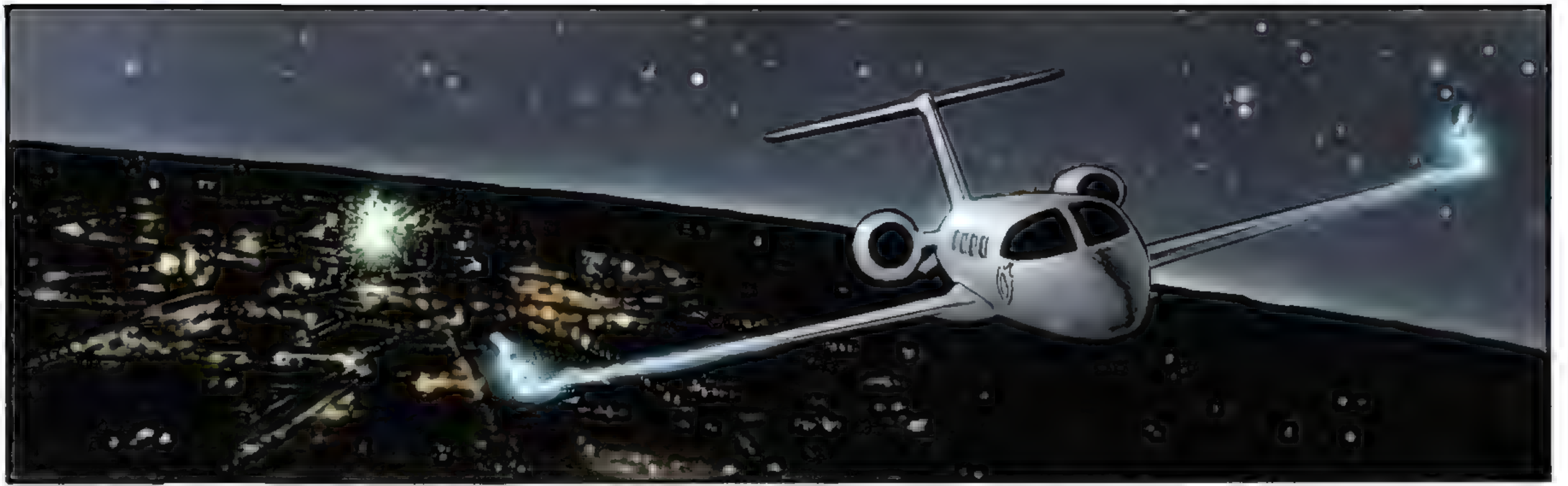
JUST
COMPLETE
THE MISSION. WE
BROUGHT HIM HERE
FOR A REASON,
AFTER ALL.

YES, SIR,
GENERAL LUKIN.
CONSIDER IT
DONE.



DEET









"JACK MONROE?"



"YEAH...DON'T--
DO I KNOW YOU?"

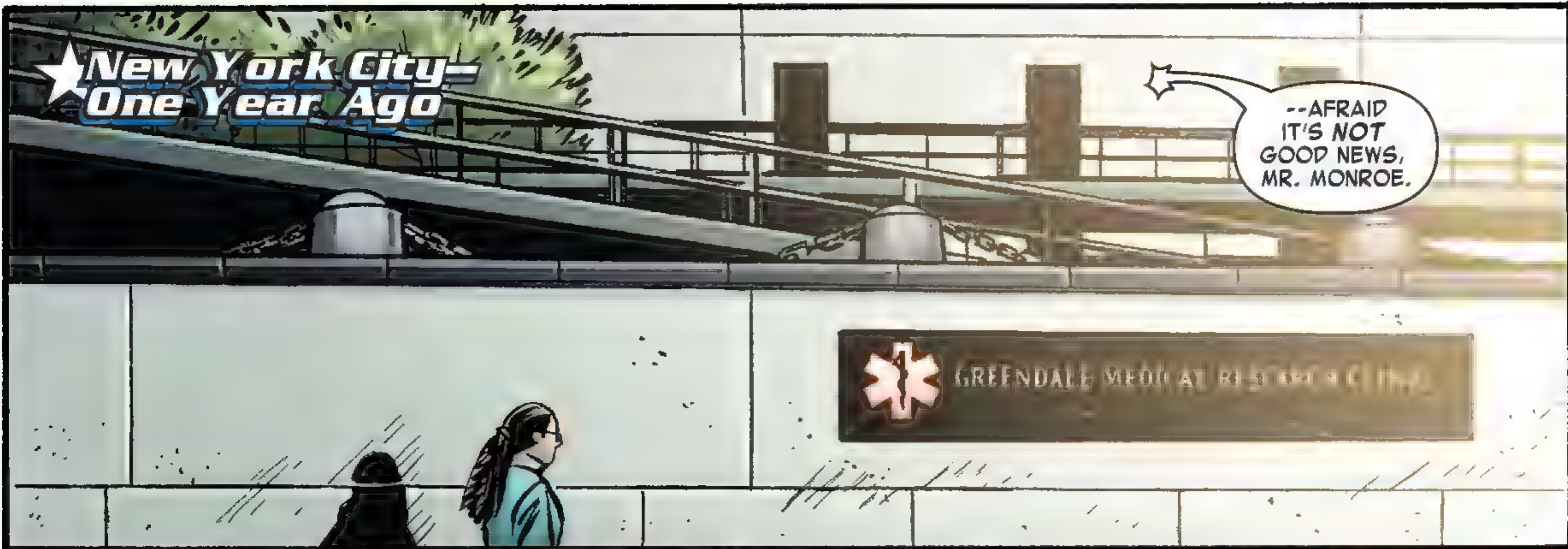


"NO."

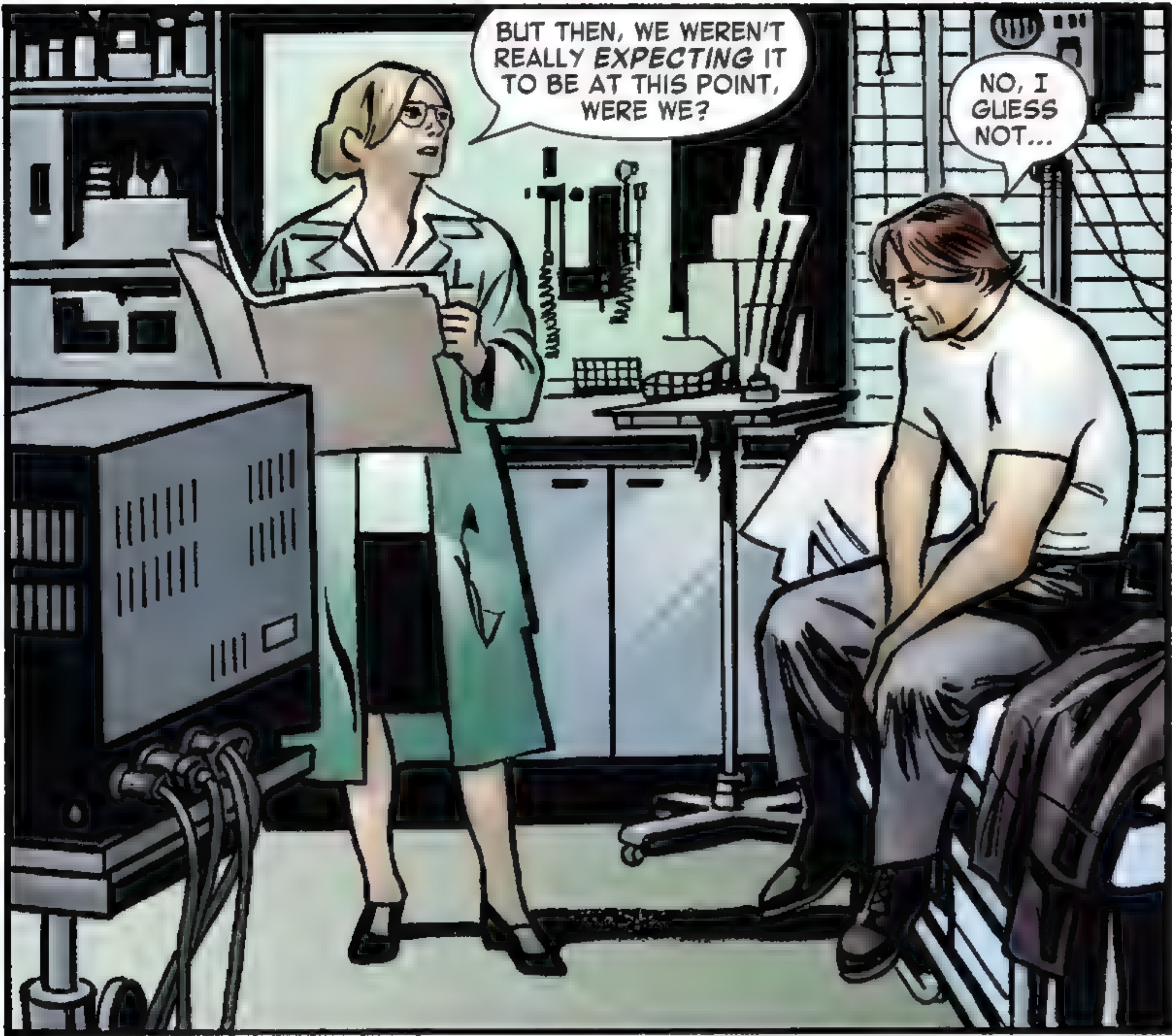
BLAM!



INTERLUDE:
**THE LONESOME DEATH OF
JACK MONROE**



--AFRAID IT'S NOT GOOD NEWS, MR. MONROE.

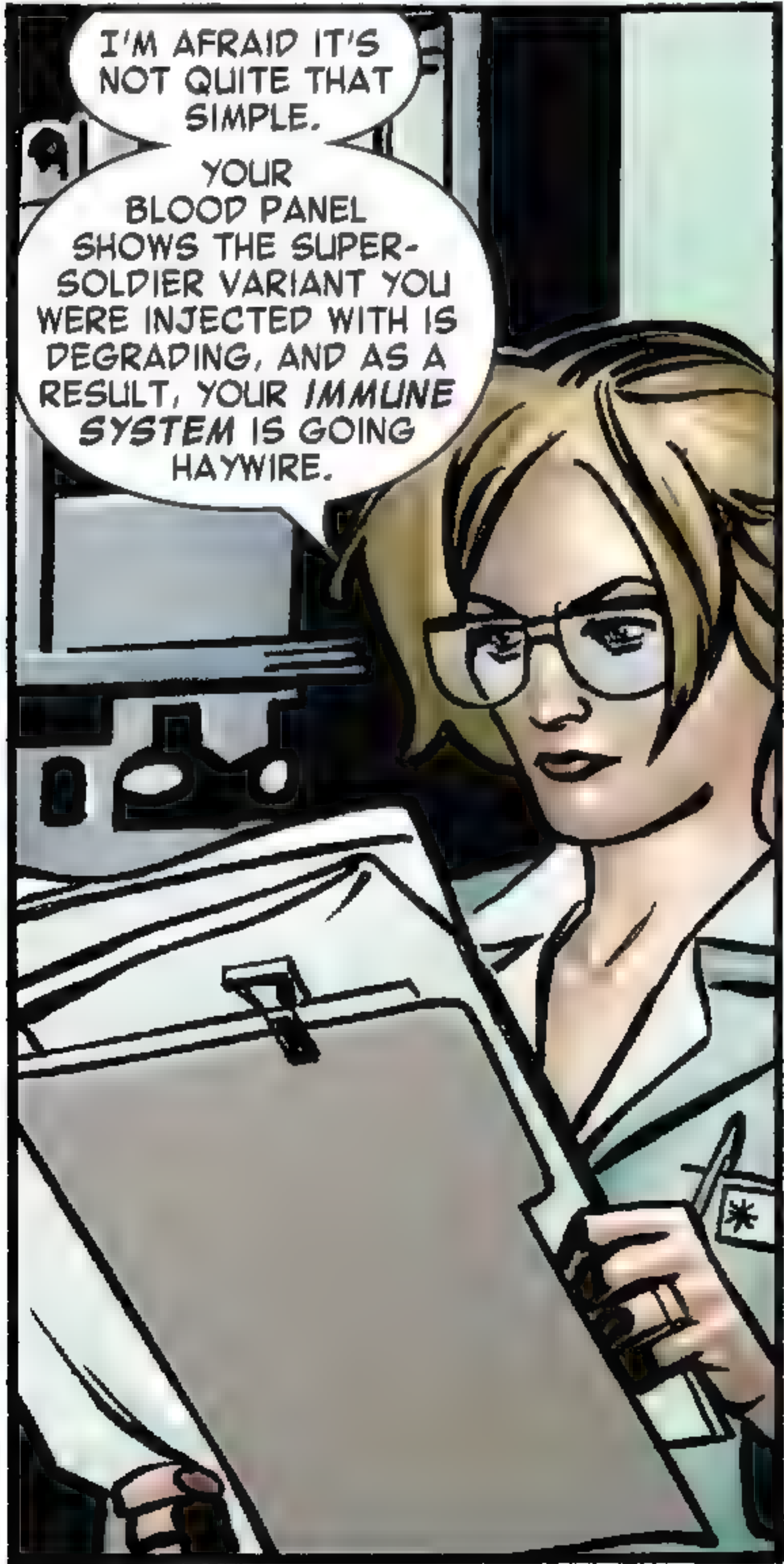


BUT THEN, WE WEREN'T REALLY EXPECTING IT TO BE AT THIS POINT, WERE WE?

NO, I GUESS NOT...

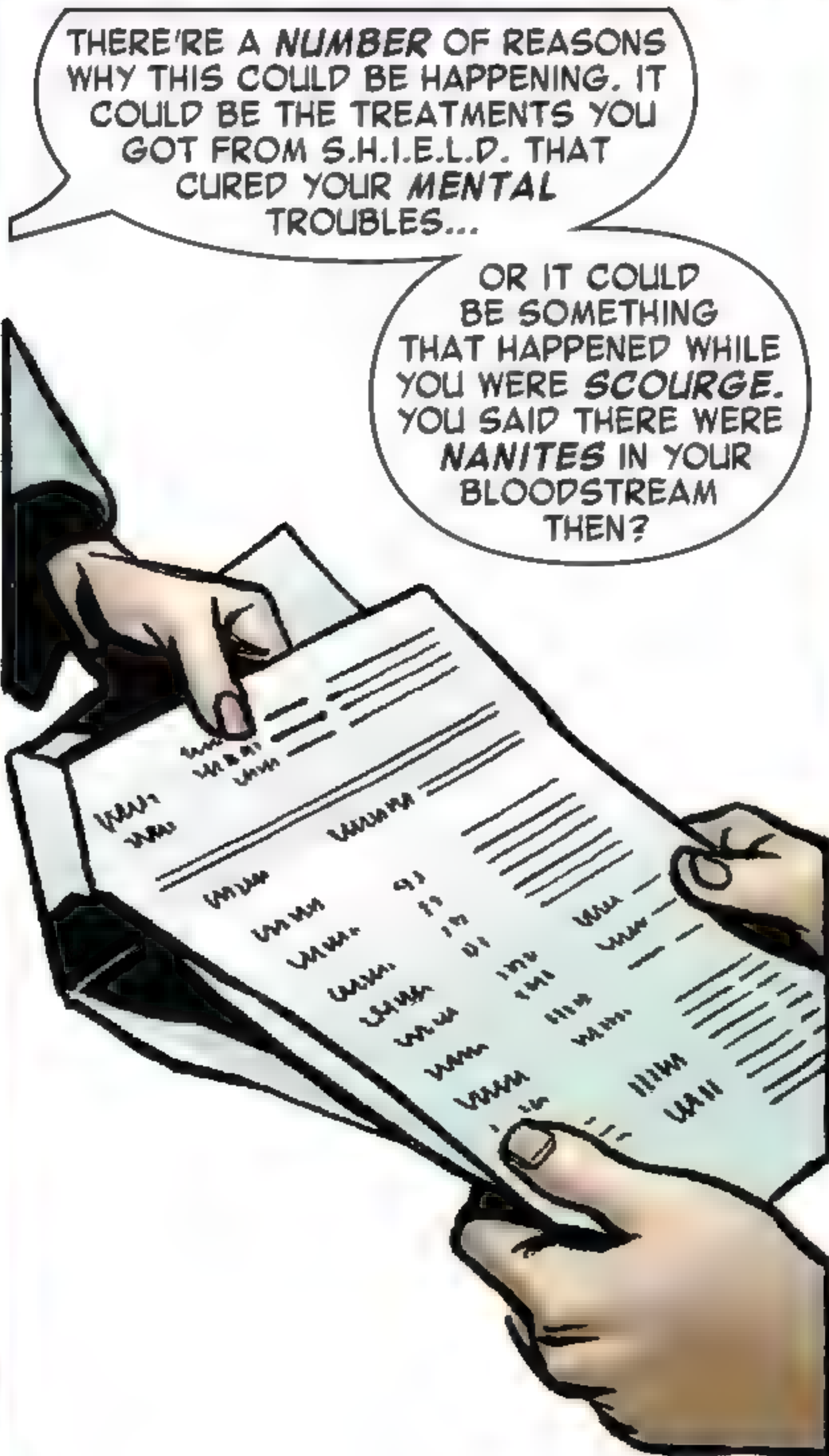


JUST GIVE IT TO ME STRAIGHT, DOCTOR FOSTER...HOW MUCH TIME DO I HAVE?



I'M AFRAID IT'S NOT QUITE THAT SIMPLE.

YOUR BLOOD PANEL SHOWS THE SUPER-SOLDIER VARIANT YOU WERE INJECTED WITH IS DEGRADING, AND AS A RESULT, YOUR IMMUNE SYSTEM IS GOING HAYWIRE.



THERE'RE A NUMBER OF REASONS WHY THIS COULD BE HAPPENING. IT COULD BE THE TREATMENTS YOU GOT FROM S.H.I.E.L.D. THAT CURED YOUR MENTAL TROUBLES...

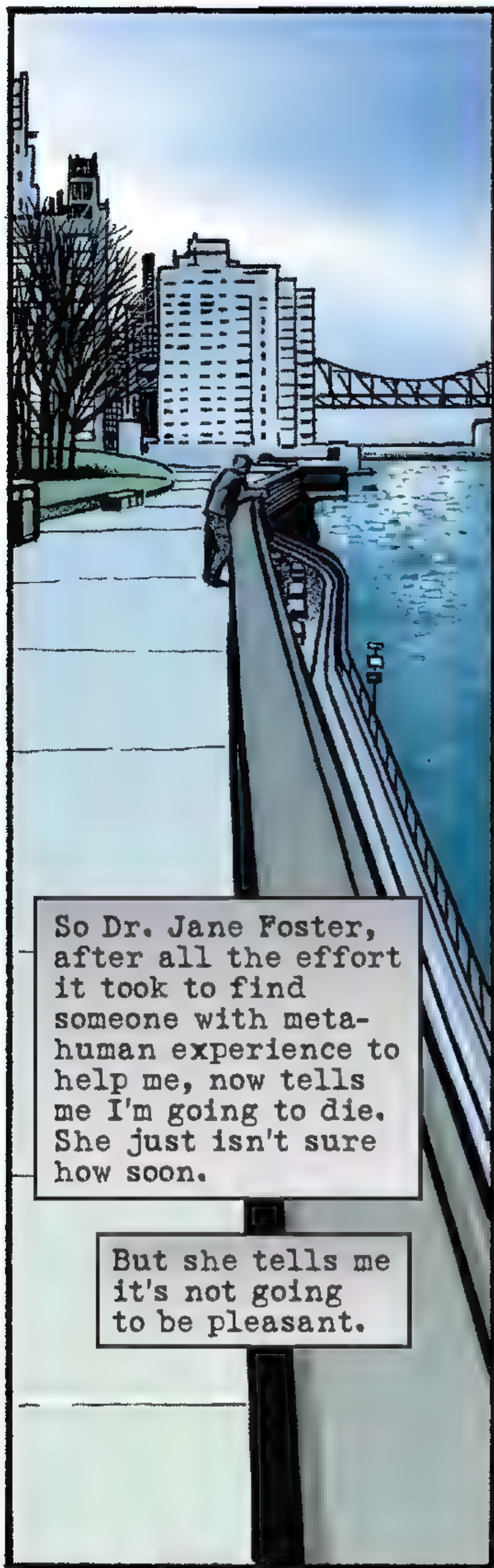
OR IT COULD BE SOMETHING THAT HAPPENED WHILE YOU WERE SCOURGE. YOU SAID THERE WERE NANITES IN YOUR BLOODSTREAM THEN?



YEAH...AND IN MY BRAIN.

SO, IT'S POSSIBLE THIS ALL STARTED THEN. YOUR BODY REACTING TO THAT, OR MAYBE TO ALL OF IT PUT TOGETHER.





So Dr. Jane Foster, after all the effort it took to find someone with meta-human experience to help me, now tells me I'm going to die. She just isn't sure how soon.

But she tells me it's not going to be pleasant.



First I'm going to continue losing my added strength and stamina as the Super-Soldier Serum fades.

And then I'm going to start to get sick. Really sick. Because my immune system will be almost nonexistent by then.



Oh yeah, and it's highly likely that I'll start to lose my mind as this goes along. Just to make it fun.

Something about the original serum's effects on me. I don't know...I stop listening after a while.



She says I should start saying goodbye to my friends and family, start getting my affairs in order.

Do I even have any affairs left to organize? Do I even have any friends and family?



I suppose the only person I really think of as a friend is Cap...but that's such a twisted history...

Captain America...Steve Rogers. Even now when I think of him, I can't help but think of *my* Steve Rogers...the teacher I met in the early '50s.



The guy who worshipped Captain America so much he tracked down the formula that had made him and recreated it.

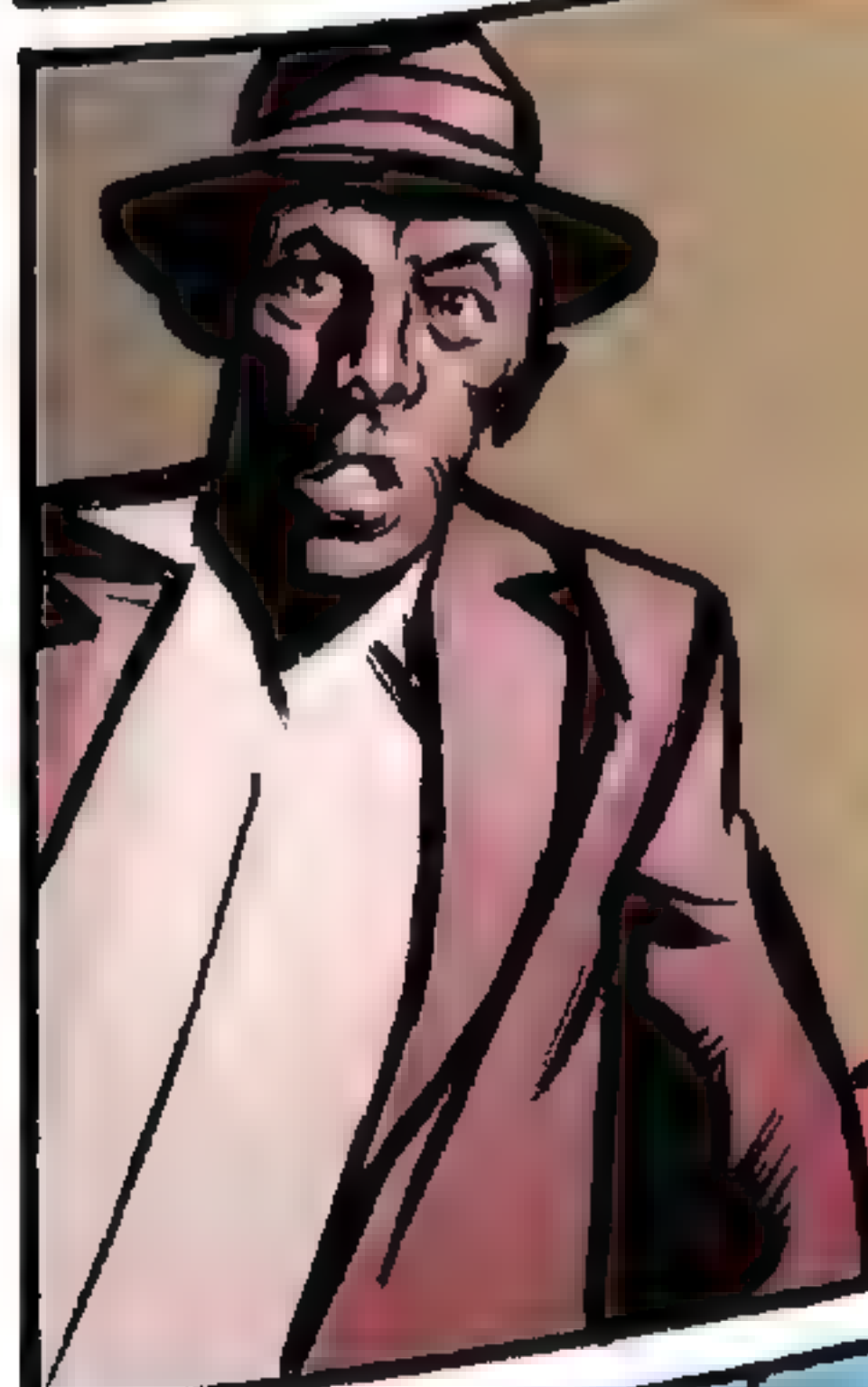


Who changed his name, then changed his face so he'd look just like the *real* Steve Rogers.



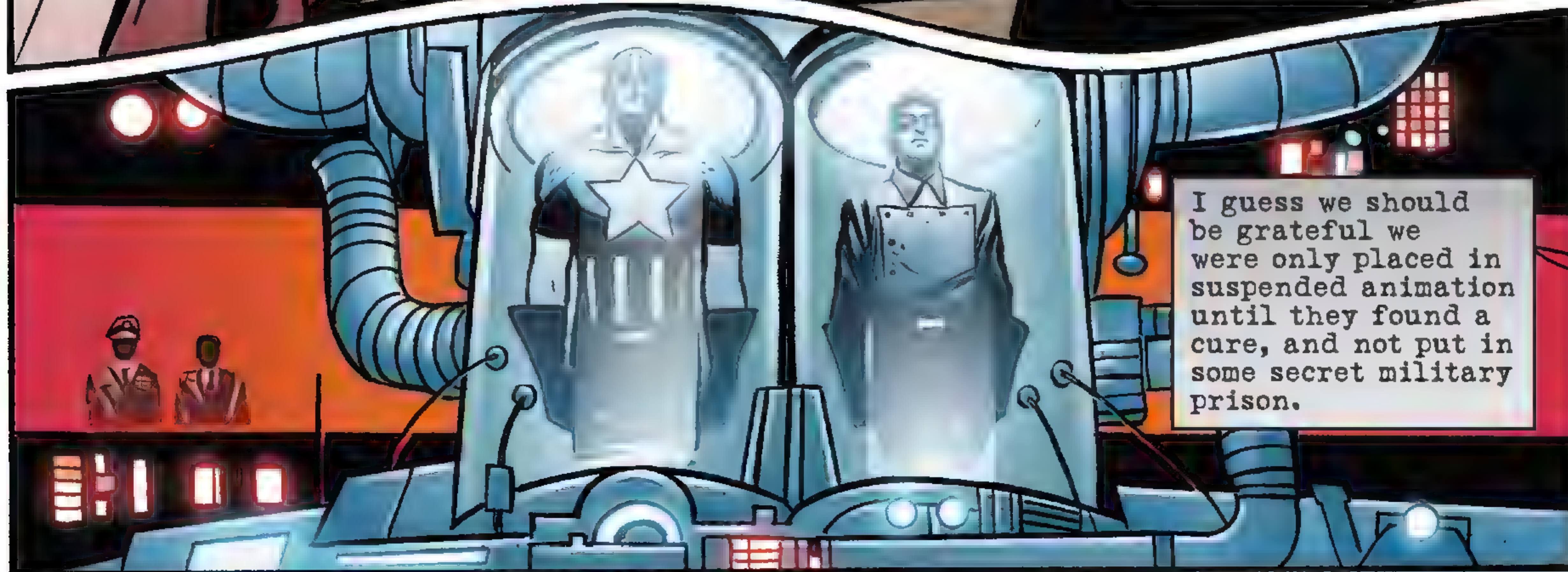
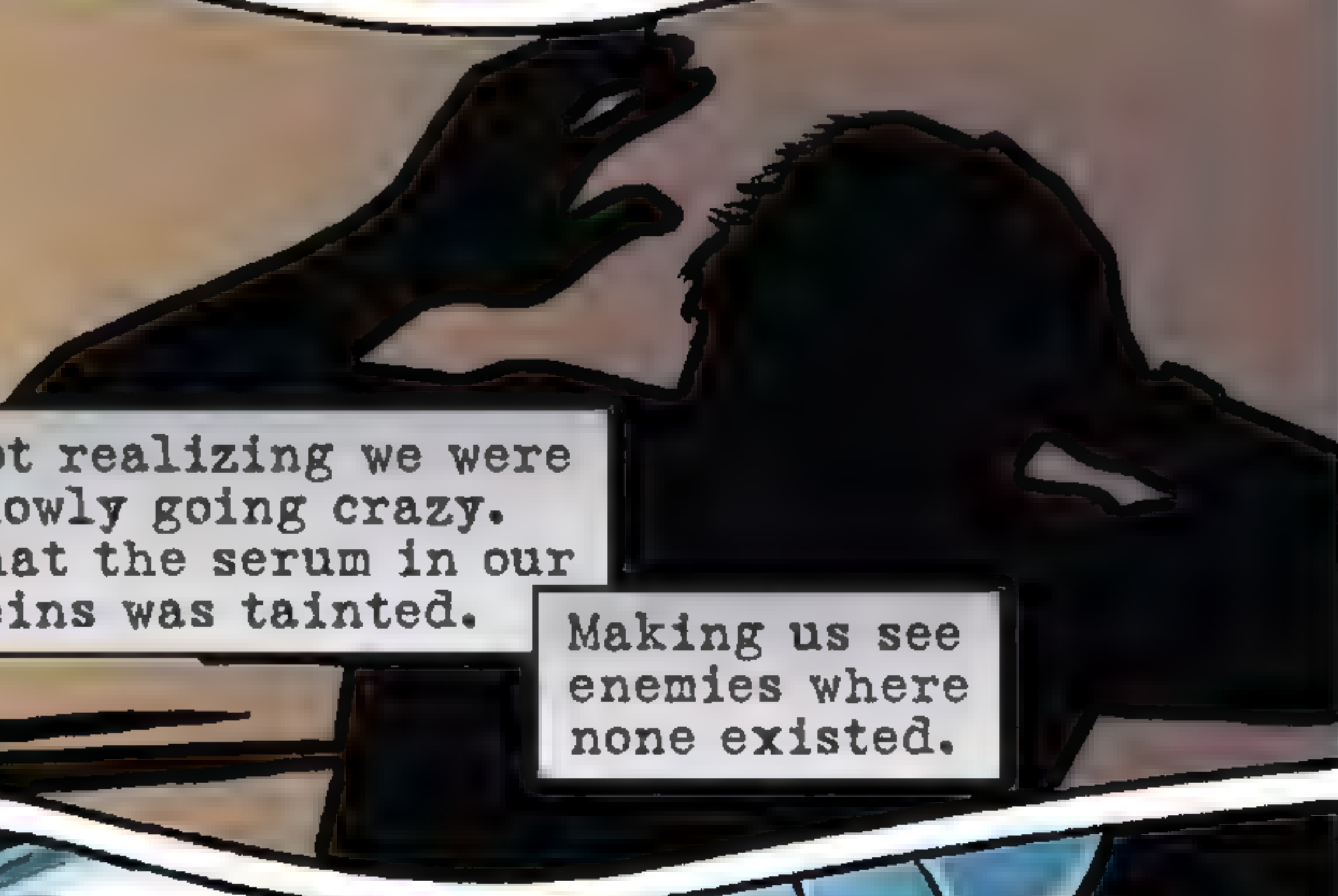
How strange to look back on those days now...Korea, the early days of the Cold War, the HUAC hearings all over the radio and television.

And there we were, trying to be the new Captain America and Bucky.



Not realizing we were slowly going crazy. That the serum in our veins was tainted.

Making us see enemies where none existed.



I guess we should be grateful we were only placed in suspended animation until they found a cure, and not put in some secret military prison.

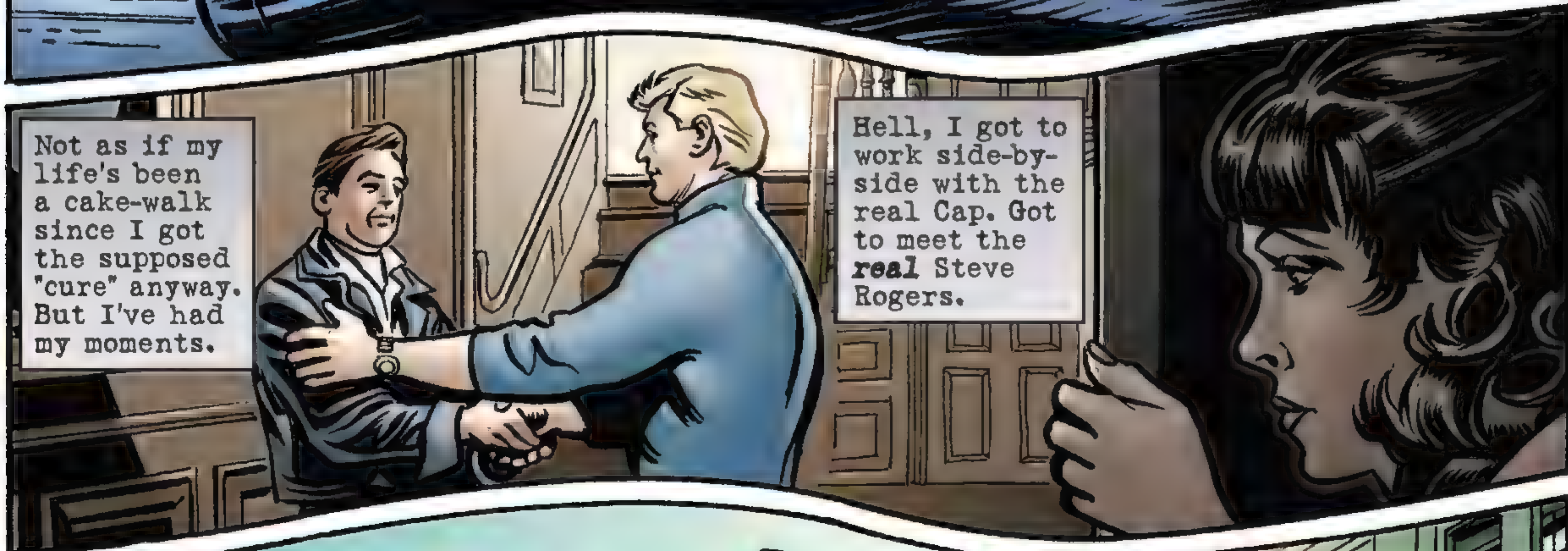
Still, I wonder if that disgruntled Right-Winger hadn't freed us when he did--god, was that **really** eight years ago...?

I wonder if we'd still be in some government storage facility somewhere waiting for that cure.



Not as if my life's been a cake-walk since I got the supposed "cure" anyway. But I've had my moments.

Hell, I got to work side-by-side with the real Cap. Got to meet the **real** Steve Rogers.



He helped me go from being a sidekick to being a man on my own.

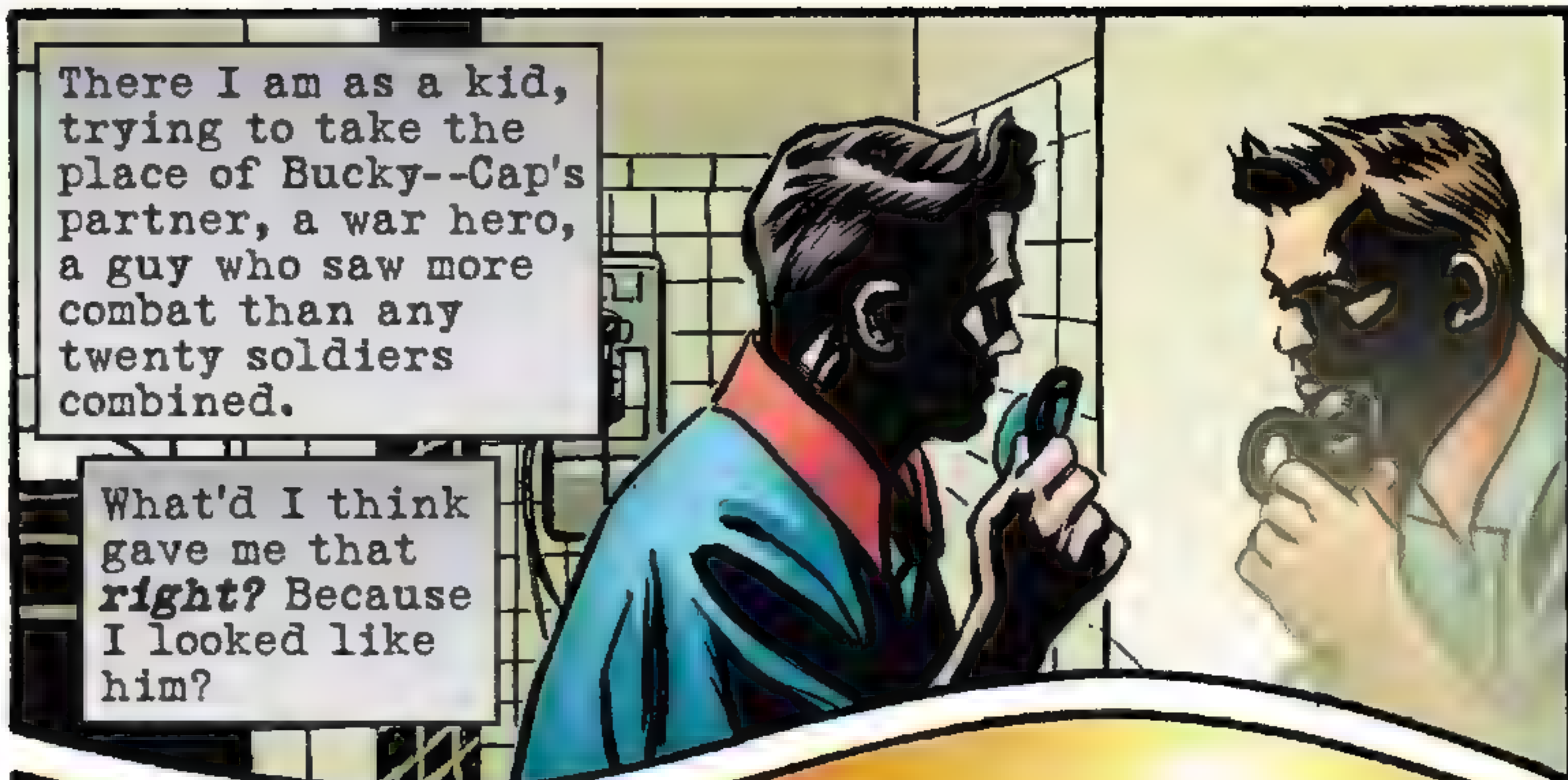
Gave me his one-time secret identity to make my own--NOMAD.





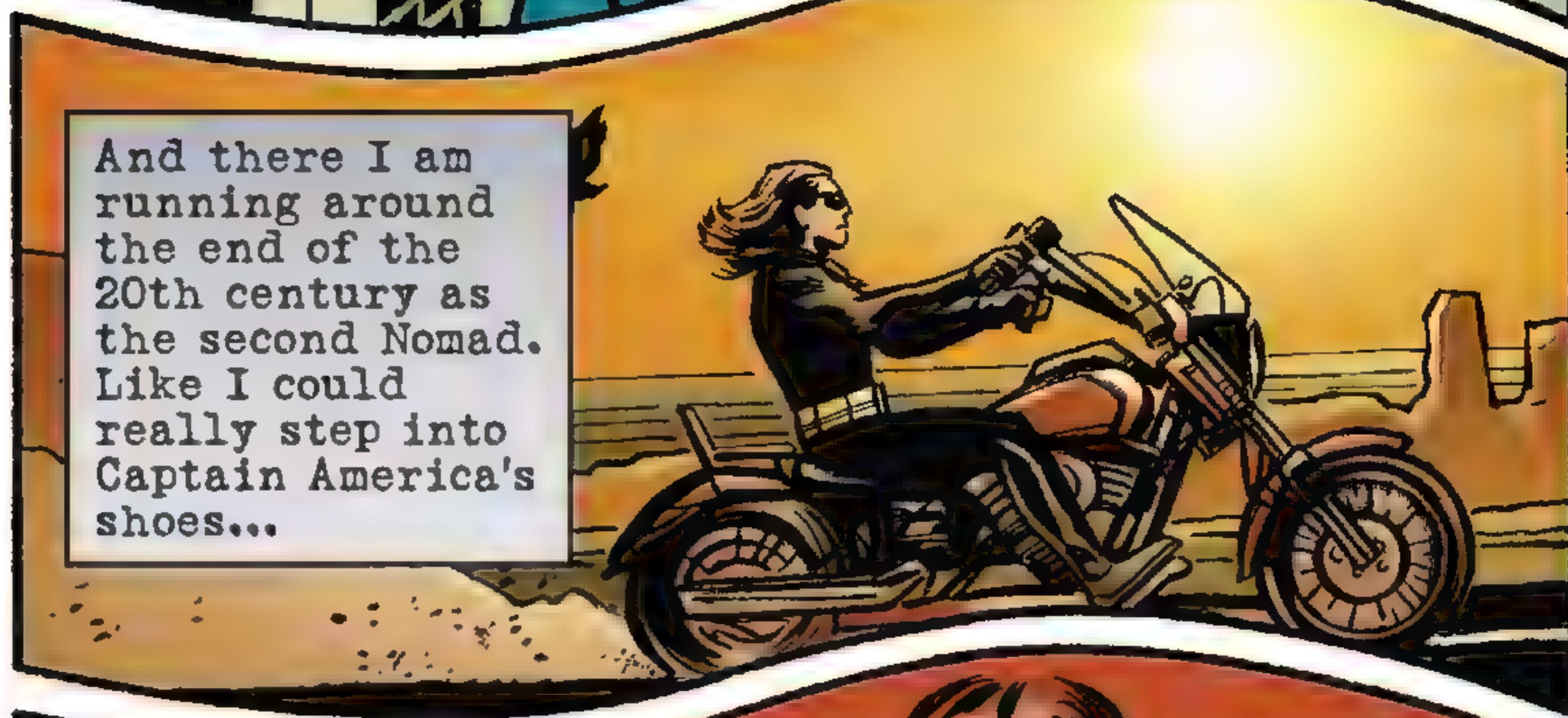
But that's just it, isn't it...? I never **have** been my own man.

Sad to realize this now...but what has Jack Monroe been, if not just a **shadow** of other men?



There I am as a kid, trying to take the place of Bucky--Cap's partner, a war hero, a guy who saw more combat than any twenty soldiers combined.

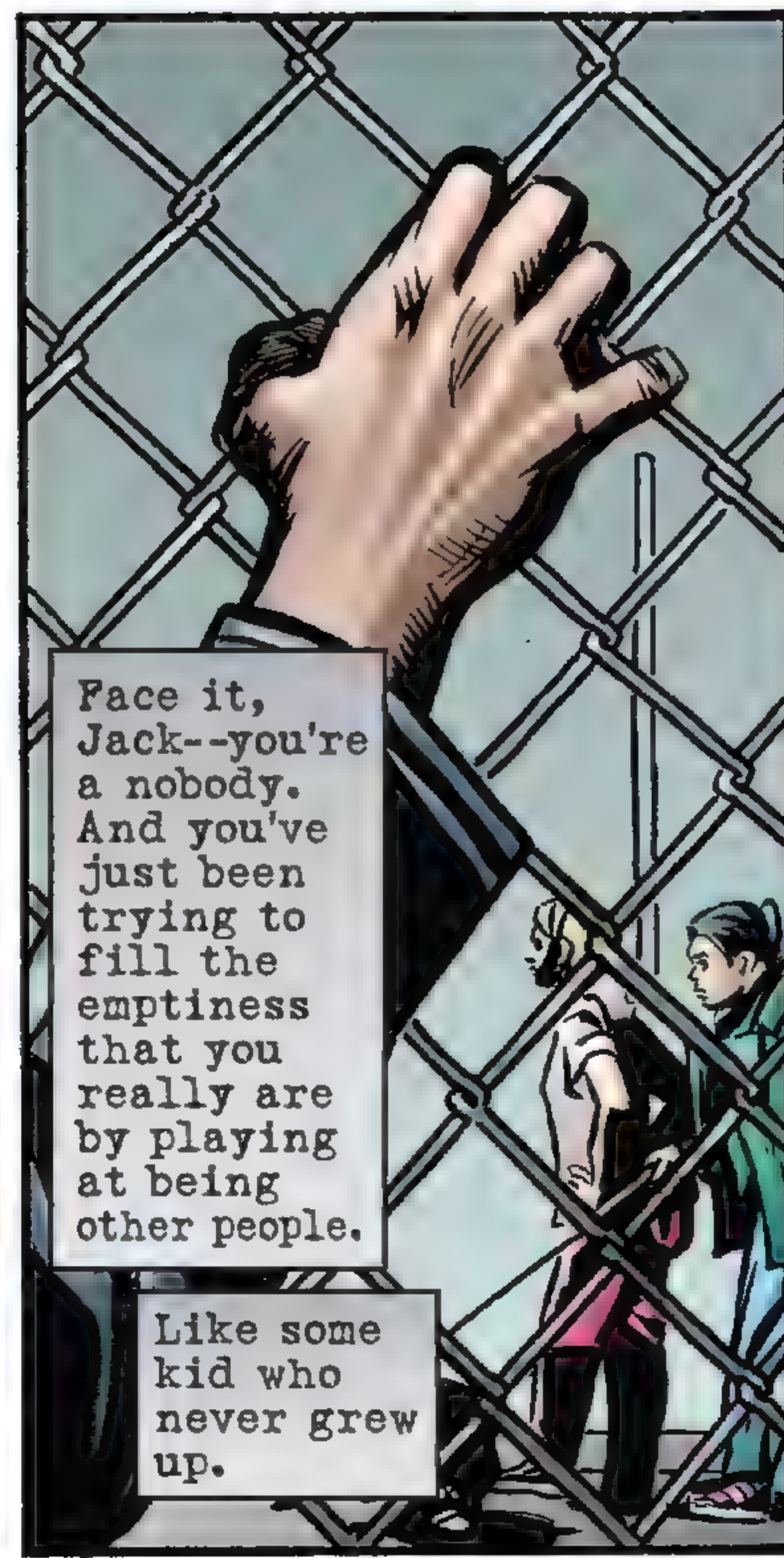
What'd I think gave me that **right**? Because I looked like him?



And there I am running around the end of the 20th century as the second Nomad. Like I could really step into Captain America's shoes...



Hell, I couldn't even be the first Scourge.



Face it, Jack--you're a nobody. And you've just been trying to fill the emptiness that you really are by playing at being other people.

Like some kid who never grew up.



But it's time to grow up now, long past time. Time to say goodbye to friends and...family?

...BUCKY.



★ Washington, D.C. —
Ten Months Ago



I'm not giving in to it. *That's* my decision. I can feel my strength waning, but I'm not getting sick.

Maybe I never *will*. Maybe Doctor Foster was wrong.



Maybe I'm tougher than either of us thought.



All I know is I'm going to stay strong long enough to find her, my adopted daughter...Bucky.

I'm not leaving this world until I know she's all right.



HUUUCKK...

HACK--
COUGH--!
COUGH!



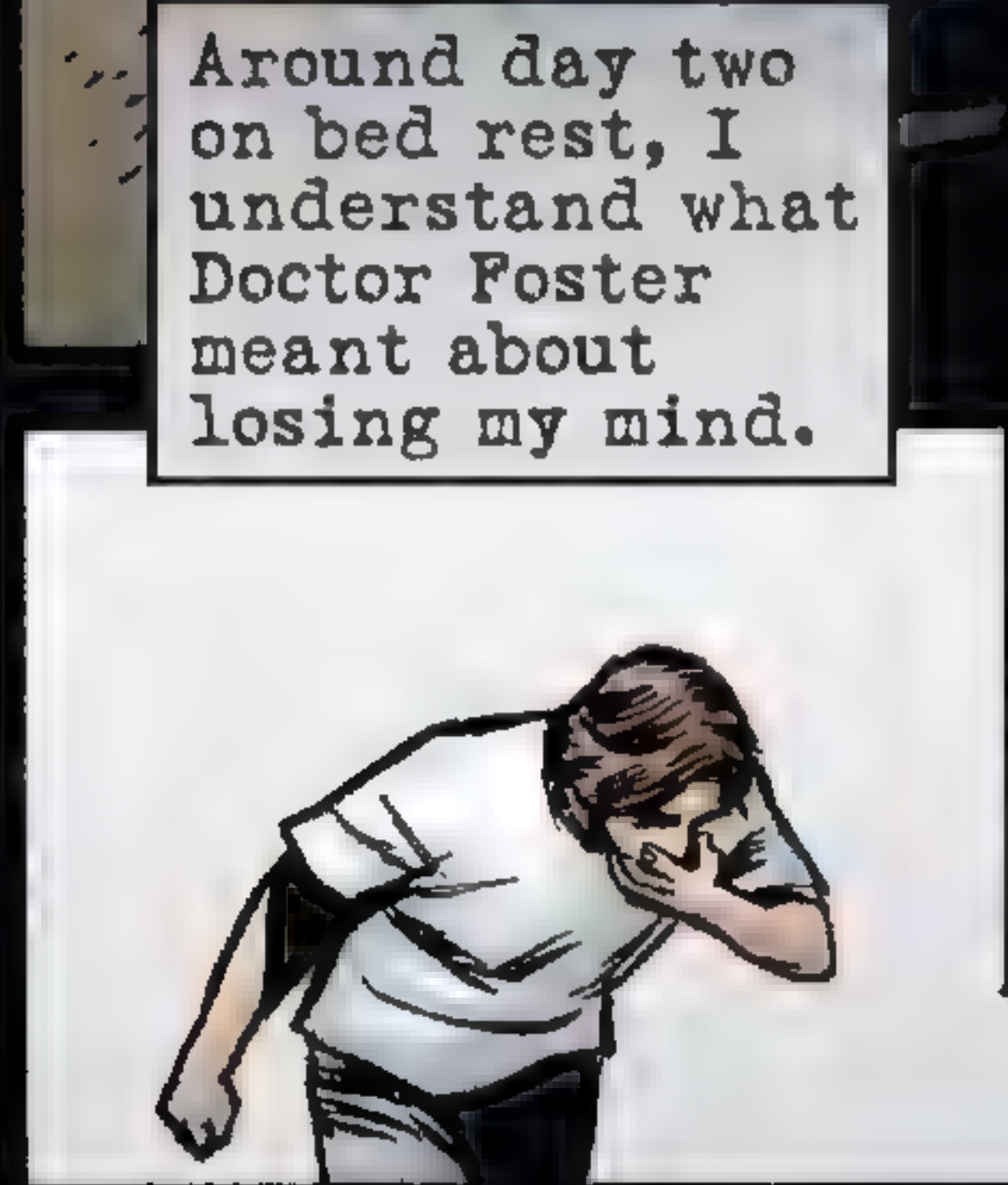
DAMN IT...
NO...



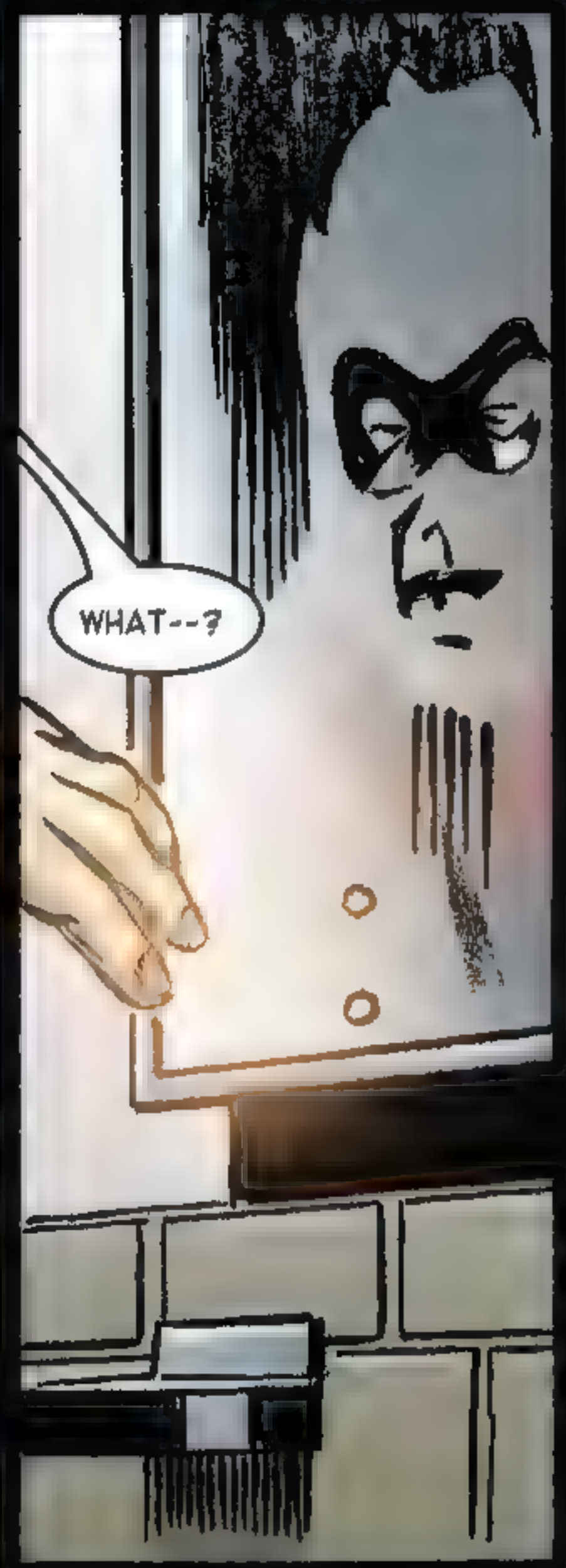
I tell myself it's nothing. A little fluid in my lungs, a bad chest cold-- I'll be okay.

I overdose on vitamins.

I'll be okay.



Around day two on bed rest, I understand what Doctor Foster meant about losing my mind.



--DO YOU THINK YOU ARE?

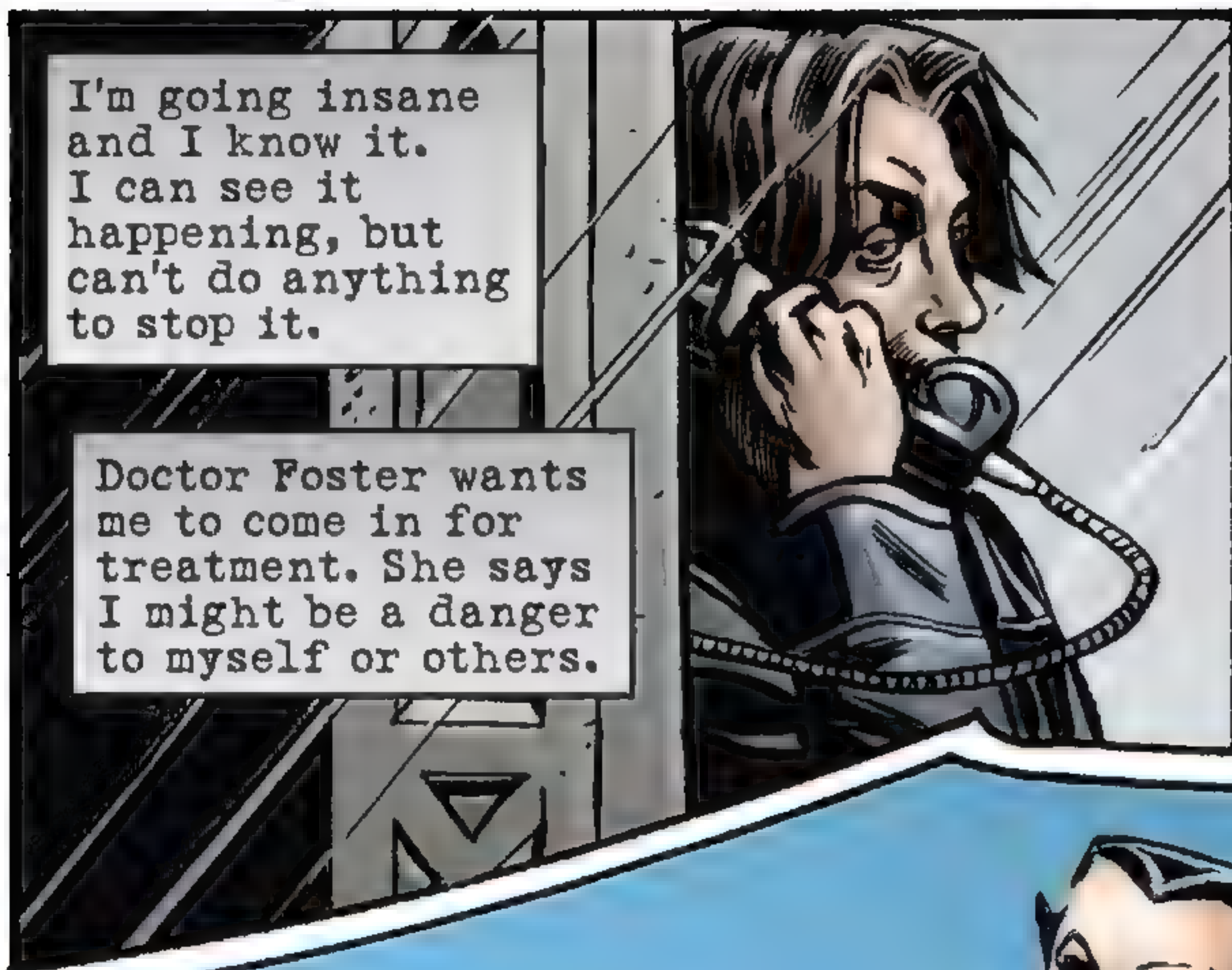


But his face just laughs out of the broken mirror at me, anyway...



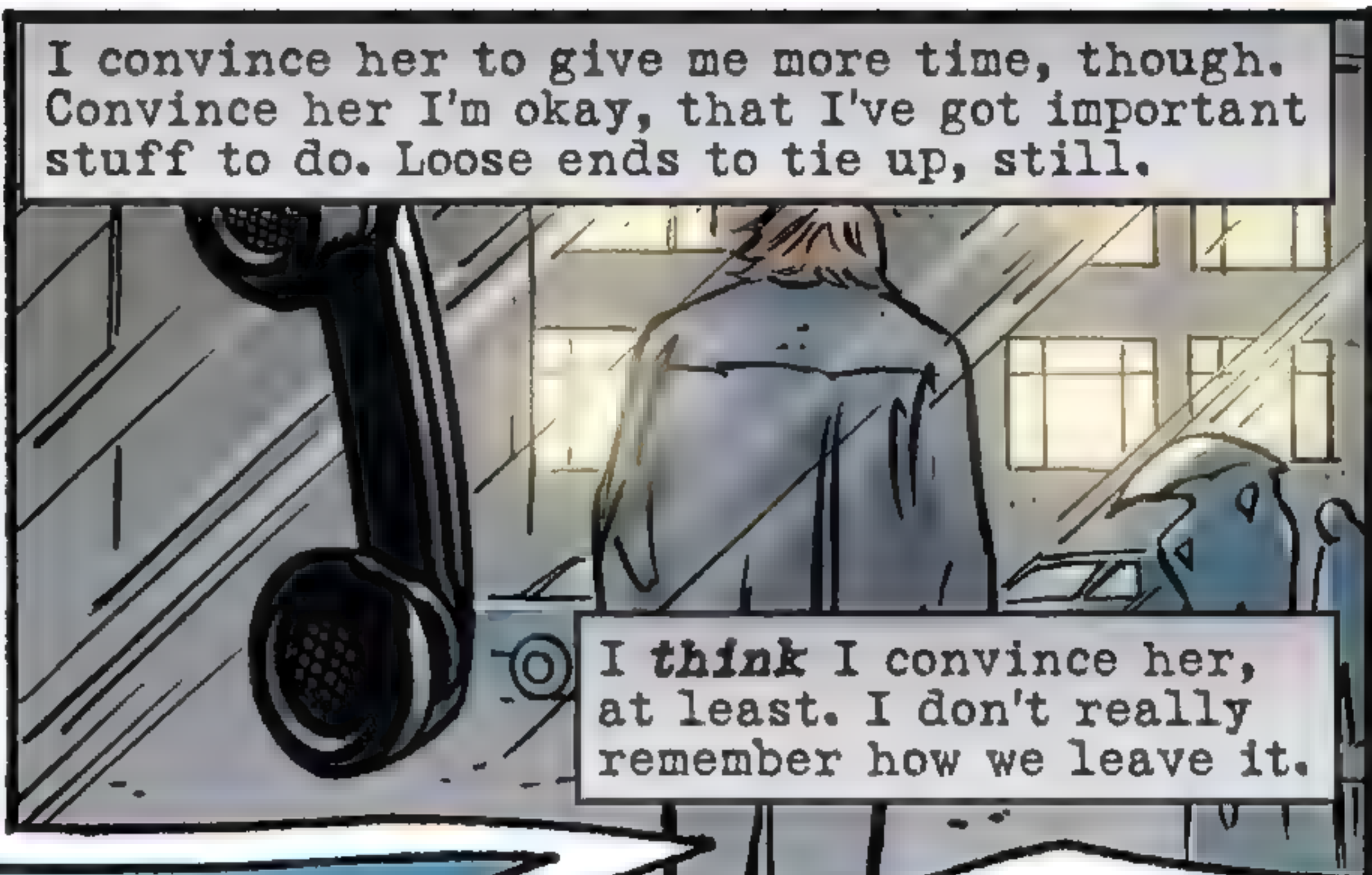
After that, it comes and goes, like a scratch inside my brain...like static. I start to forget things, start to have trouble knowing what's real or not.

This is worse than being sick.



I'm going insane and I know it. I can see it happening, but can't do anything to stop it.

Doctor Foster wants me to come in for treatment. She says I might be a danger to myself or others.



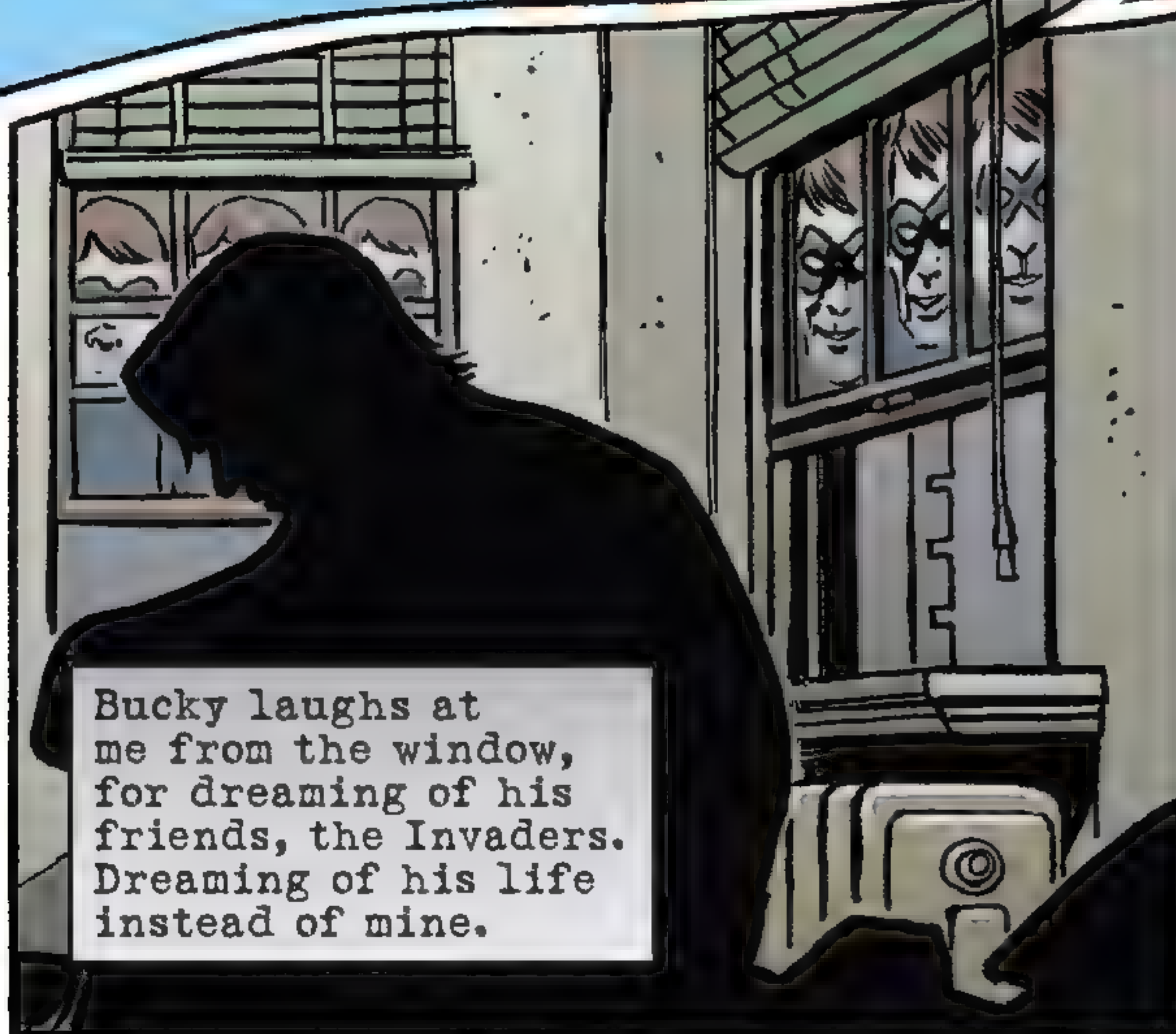
I convince her to give me more time, though. Convince her I'm okay, that I've got important stuff to do. Loose ends to tie up, still.

I think I convince her, at least. I don't really remember how we leave it.

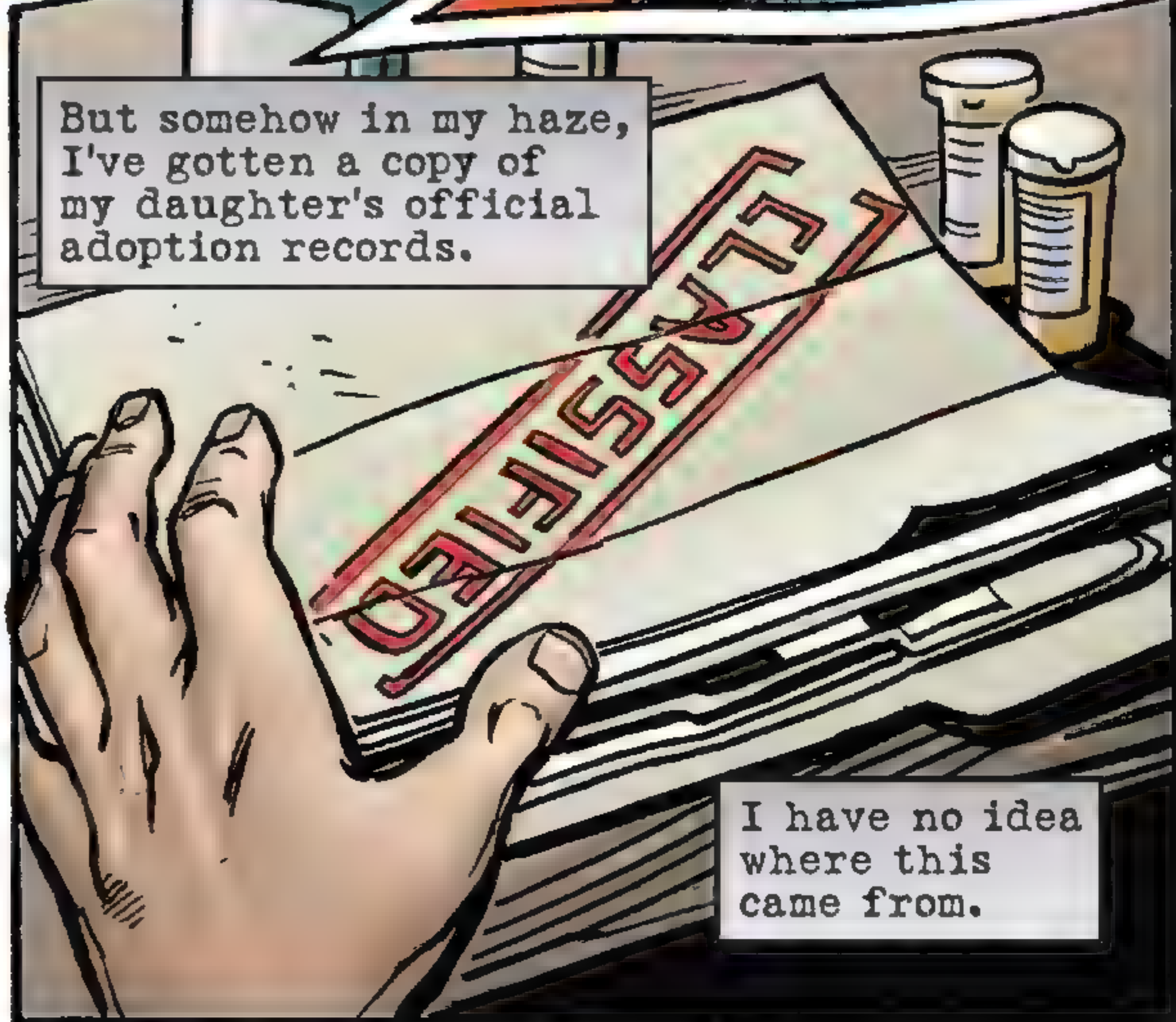


I don't remember **anything** until a week later, when I wake up from a weird dream.

In the dream, I'm some kind of a contact for the Sub-Mariner and the Human Torch, in exchange for...something-- What?

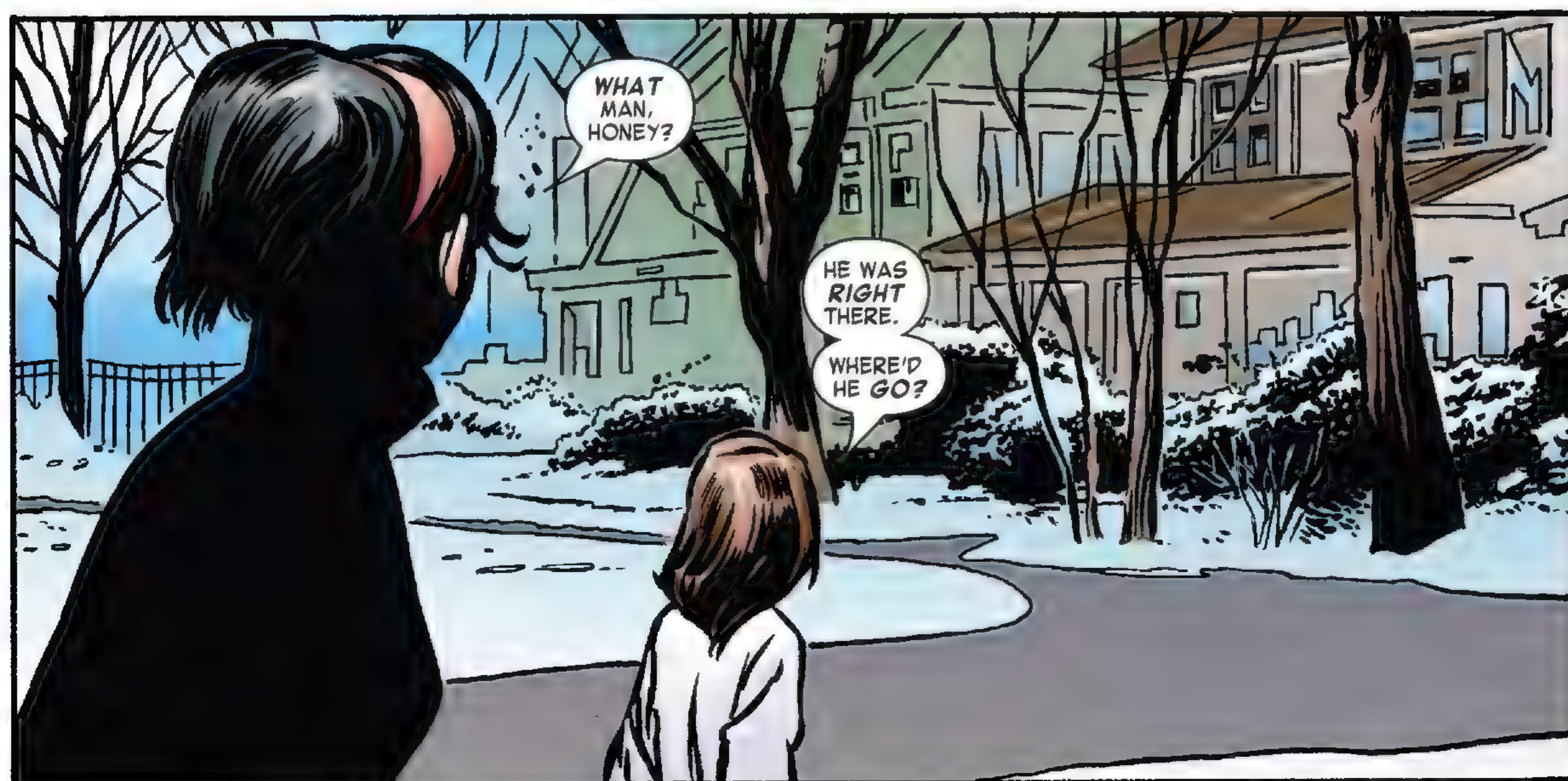


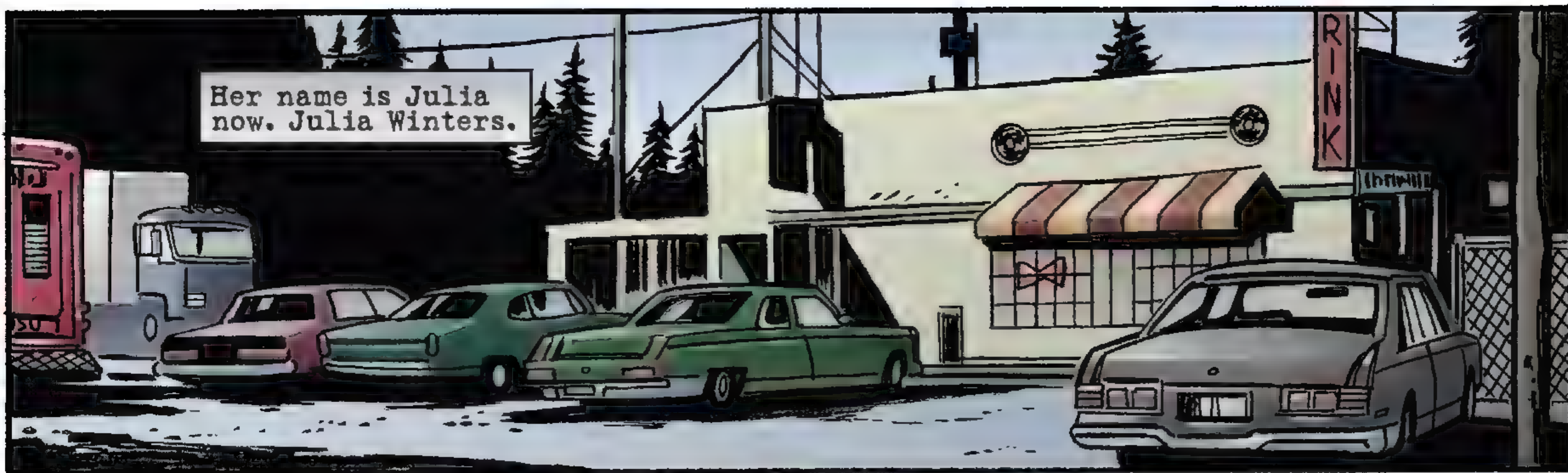
Bucky laughs at me from the window, for dreaming of his friends, the Invaders. Dreaming of his life instead of mine.



But somehow in my haze, I've gotten a copy of my daughter's official adoption records.

I have no idea where this came from.



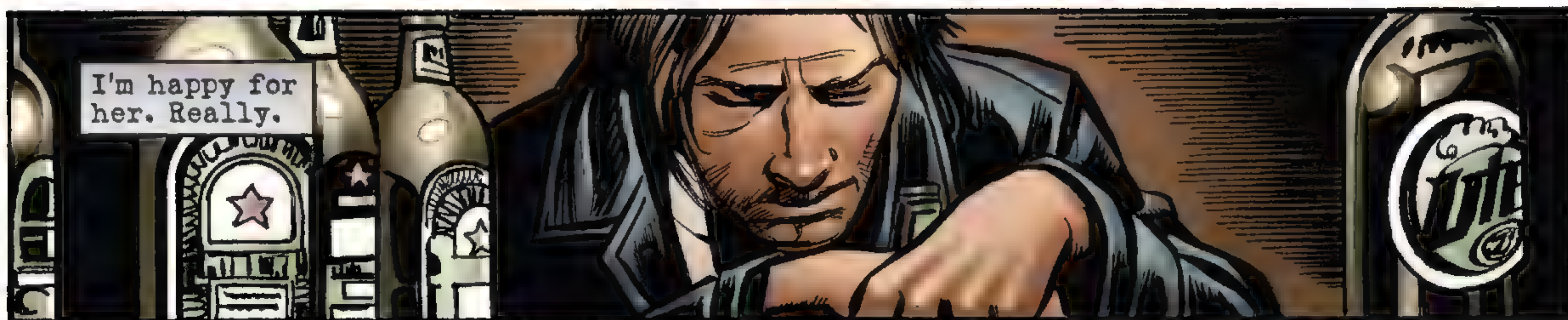


Her name is Julia
now. Julia Winters.

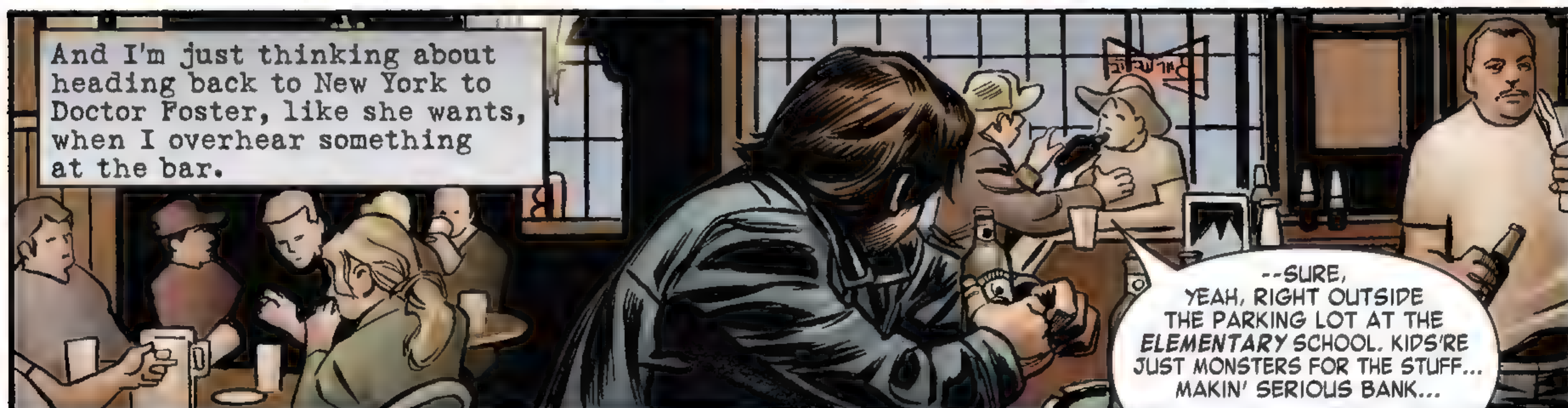


She seems happy, and she's
growing up with parents who
clearly love her, and who
can give her the things
I never could.

Like a normal life.
Like stability.



I'm happy for
her. Really.



And I'm just thinking about
heading back to New York to
Doctor Foster, like she wants,
when I overhear something
at the bar.

--SURE,
YEAH, RIGHT OUTSIDE
THE PARKING LOT AT THE
ELEMENTARY SCHOOL. KIDS'RE
JUST MONSTERS FOR THE STUFF...
MAKIN' SERIOUS BANK...

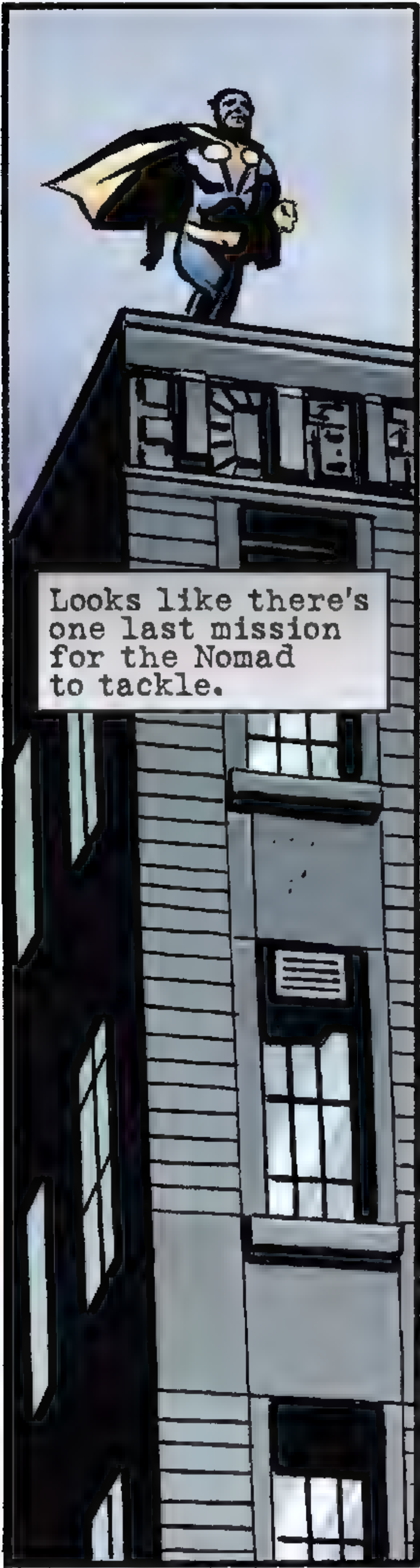


There's a major-league **drug dealer**
operating in this town, right out of
this bar. Selling dope to the kids
at Julia's school.

She's just in first grade,
and there's already some
scum trying to get her
strung out.



She may have
new parents...
but she **still**
needs protection,
damn it...



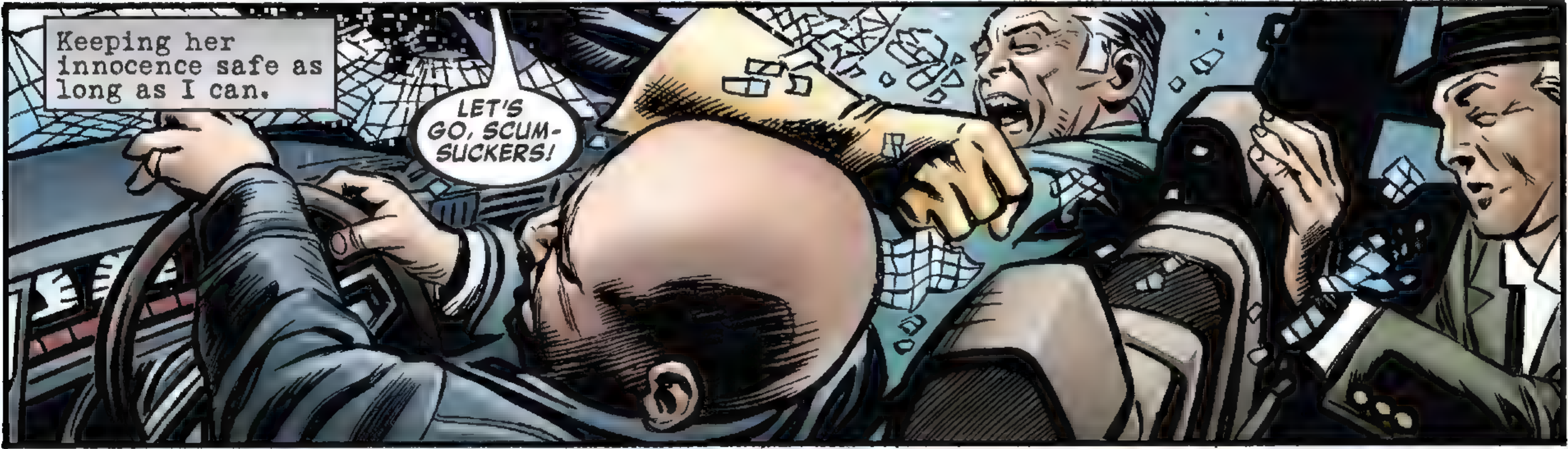
Looks like there's one last mission for the Nomad to tackle.



And I can't think of a better way to spend the last months of my life, really, than bringing down a dealer.

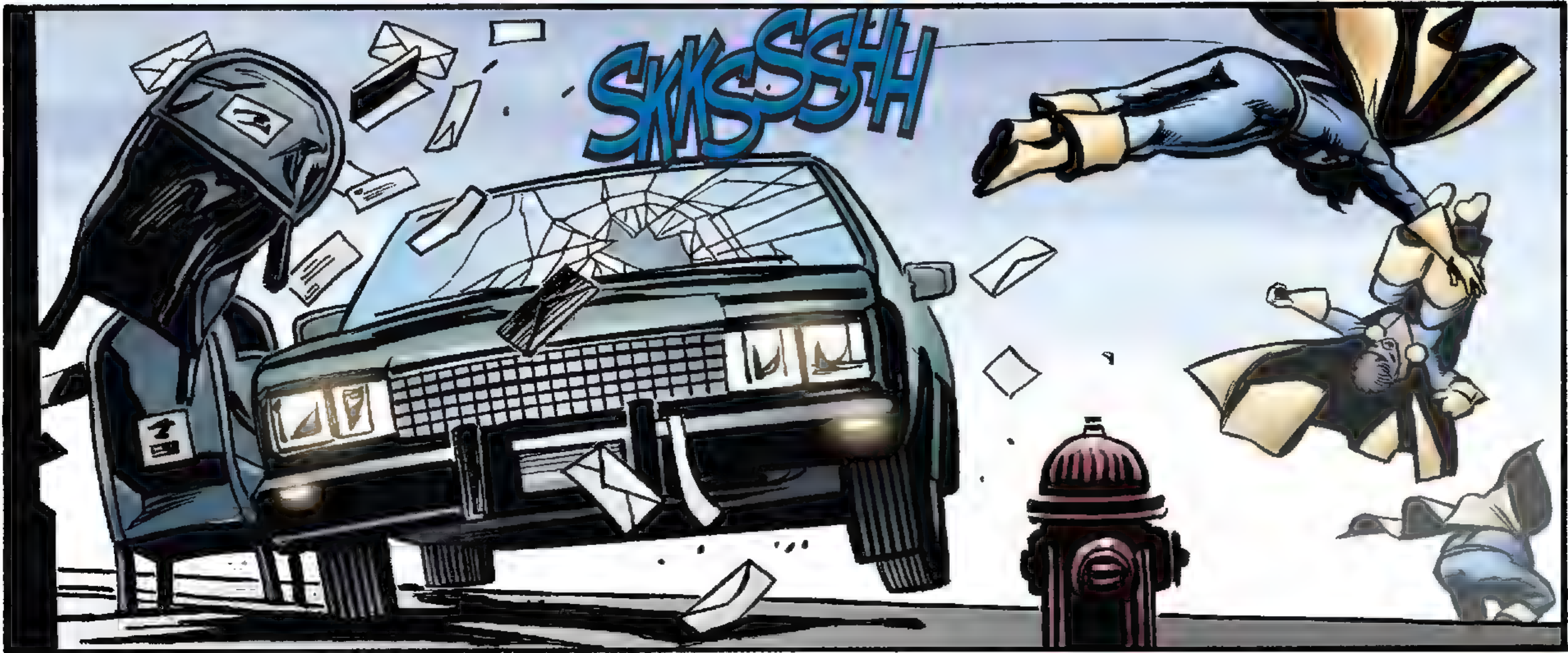


Protecting my daughter.



Keeping her innocence safe as long as I can.

LET'S GO, SCUM-SUCKERS!





I've done this before, tackling organized crime, drug distribution.



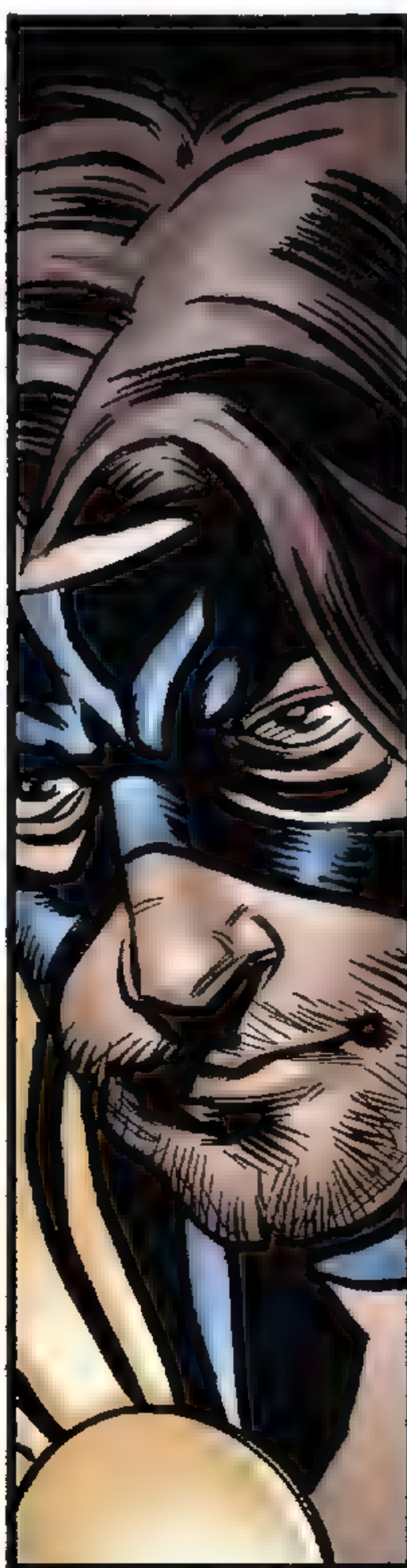
You start at the bottom and work your way up the chain. It's always the same.



The little ones break easy, and they lead you to the big ones.

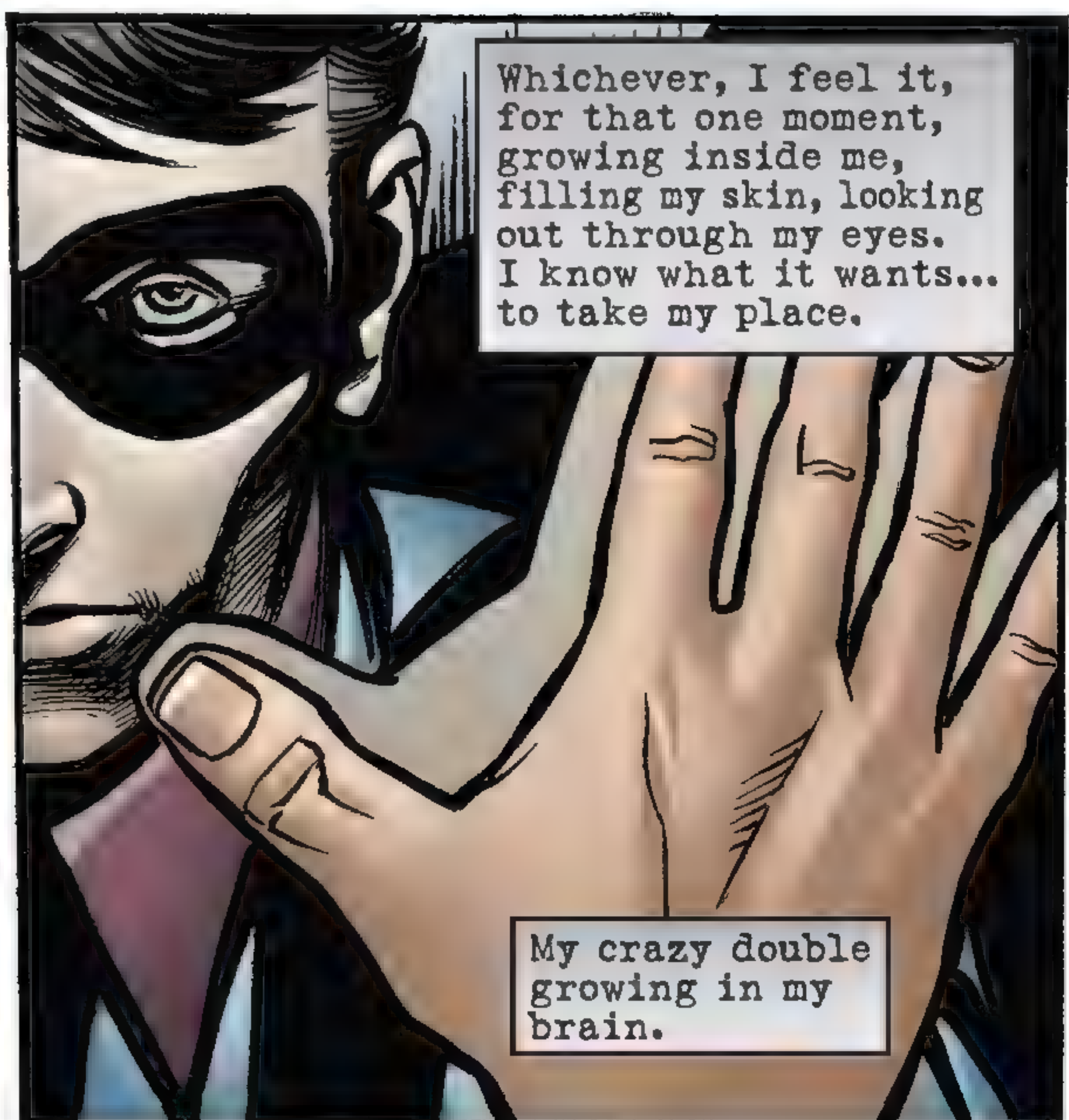
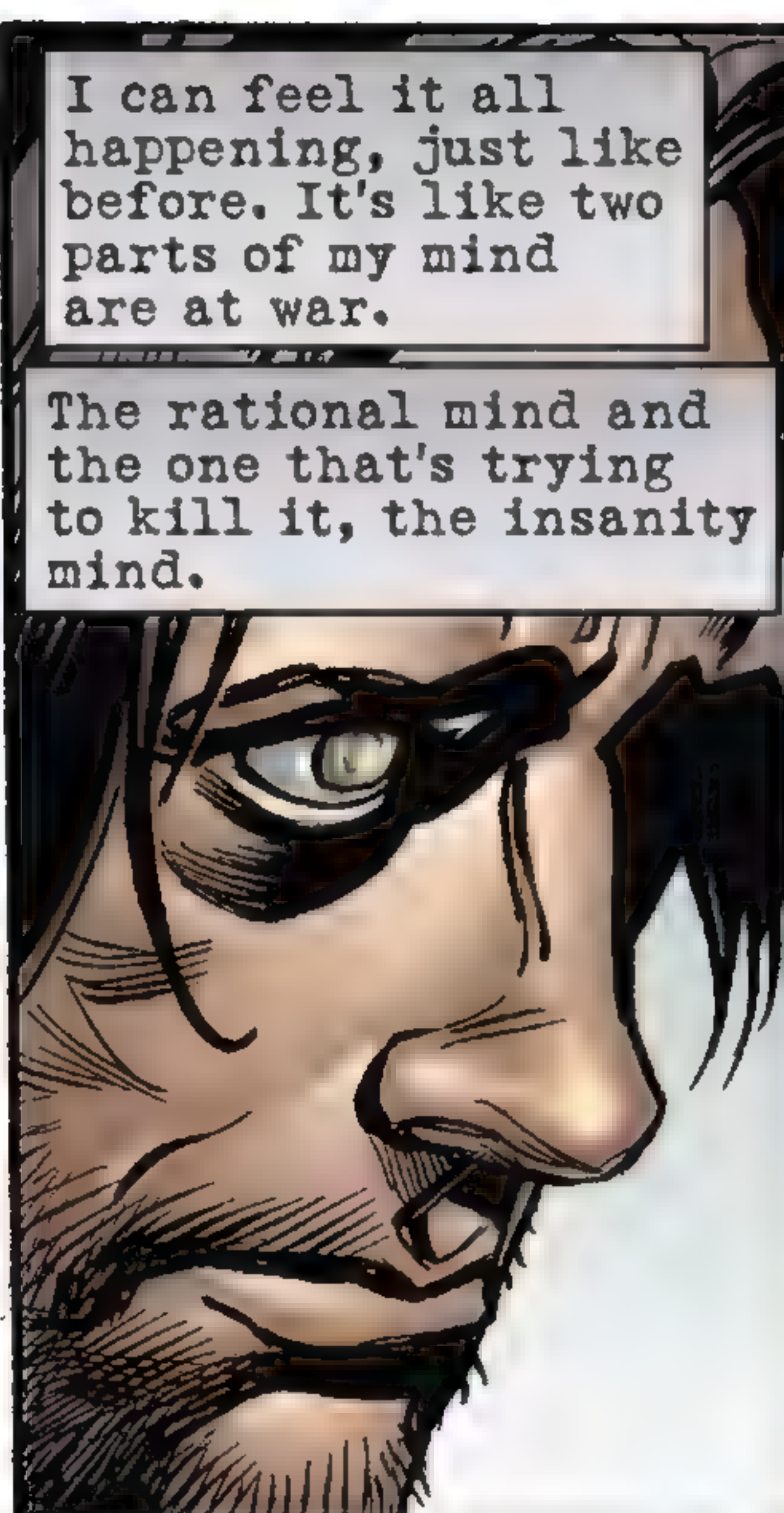
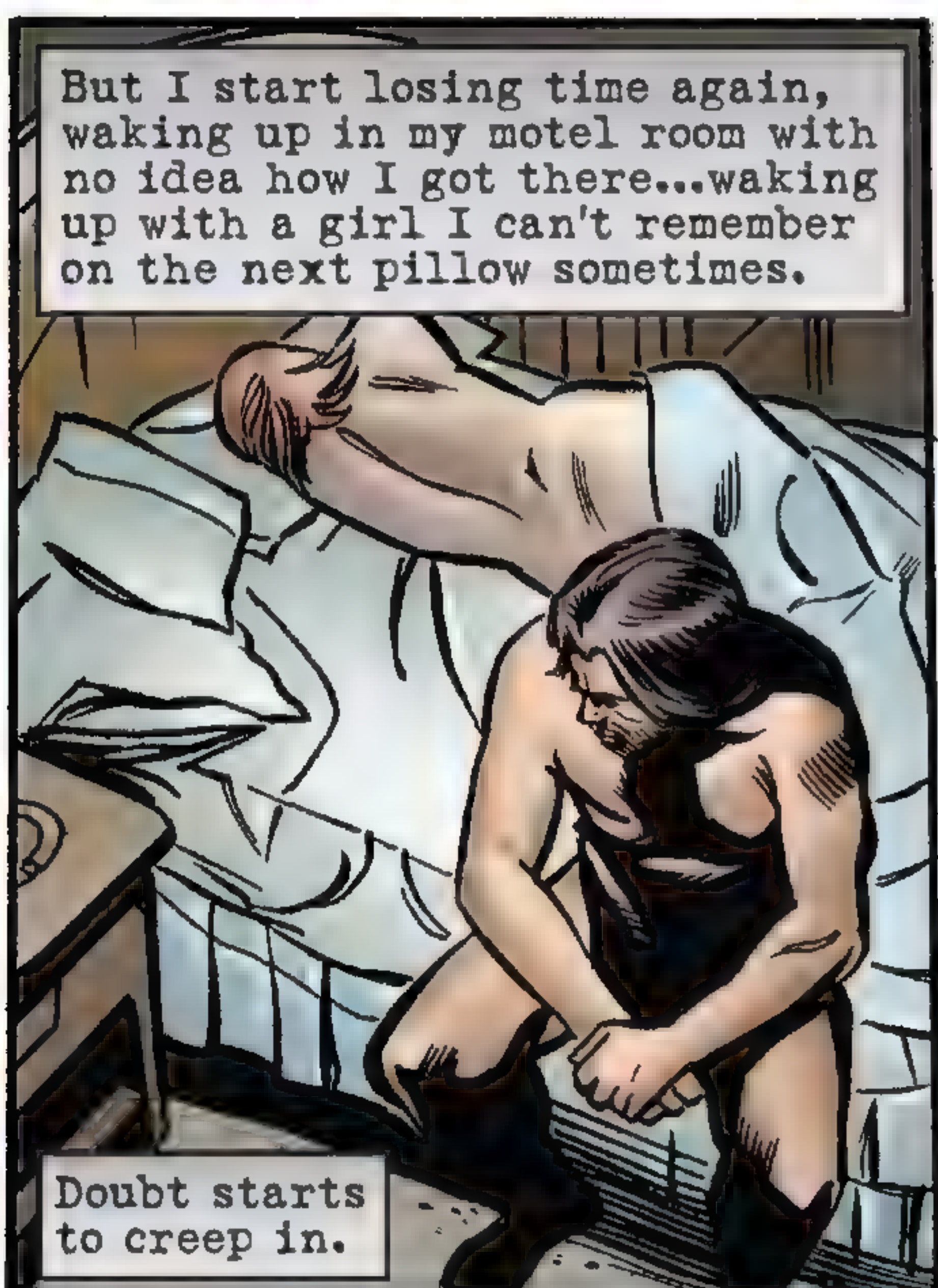


Even with my condition, I can do this. I could do this in my sleep, take out goons like this...vultures preying on little kids...



I can hold my sanity together long enough to take these guys down.

I know I can.





Aren't I just a double,
myself? Aren't I so
many different
people already?

Maybe we're all different people all
the time...maybe our identity is just
fragments of memory and time...

Maybe every time we change
our lives, change direction,
change hairstyles and
outfits, another one of
us grows to take our place.

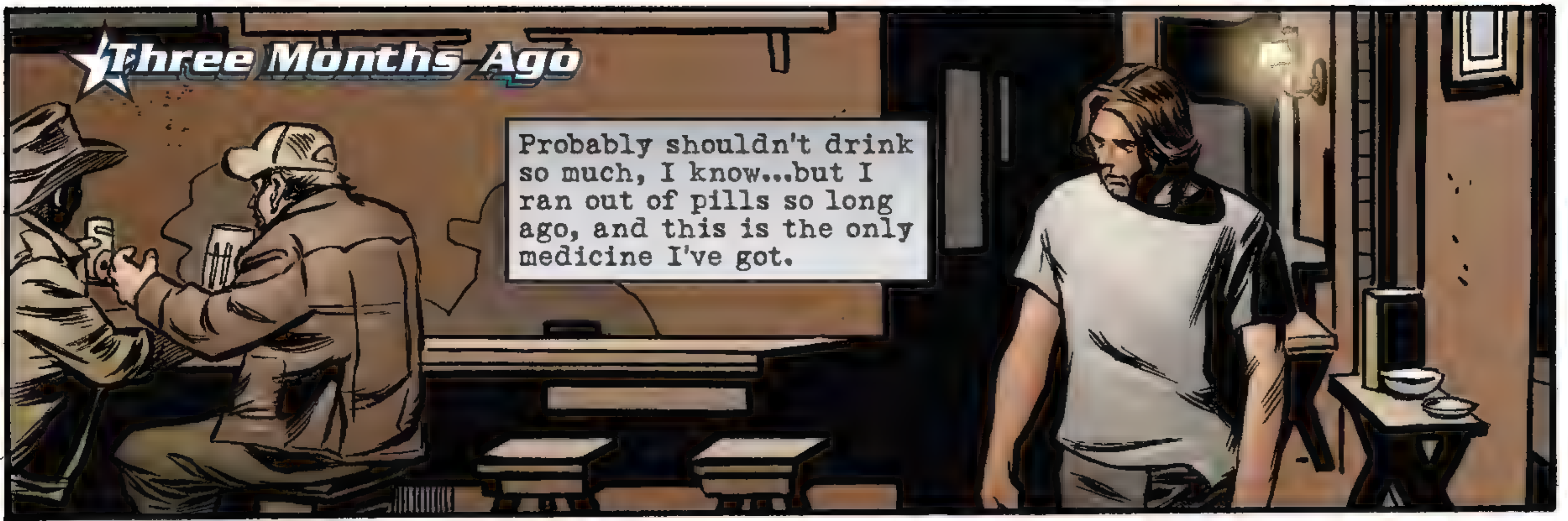
Sheds us like
a snakeskin.

Or maybe every crazy
thought in my head is
part of some cancerous
doppelganger that's
been stalking me my
entire life.

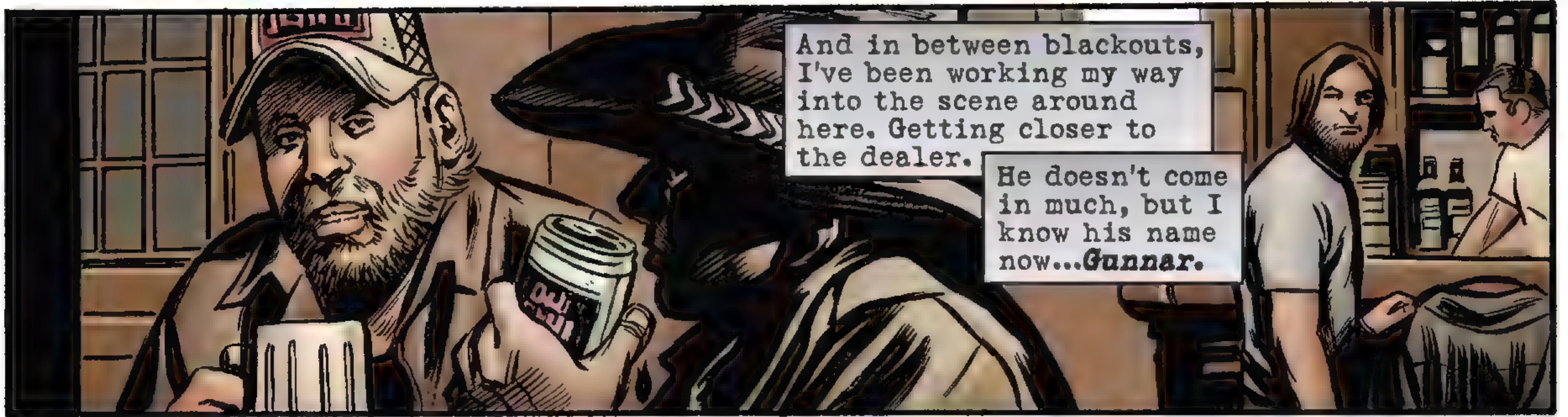
That's the scariest
part of knowing
you're losing your
mind...

It starts to make
sense after a while.
It starts to feel
inevitable.

I just have
to hold on...
for her. Just
have to keep
him inside my
head. I can
do that.

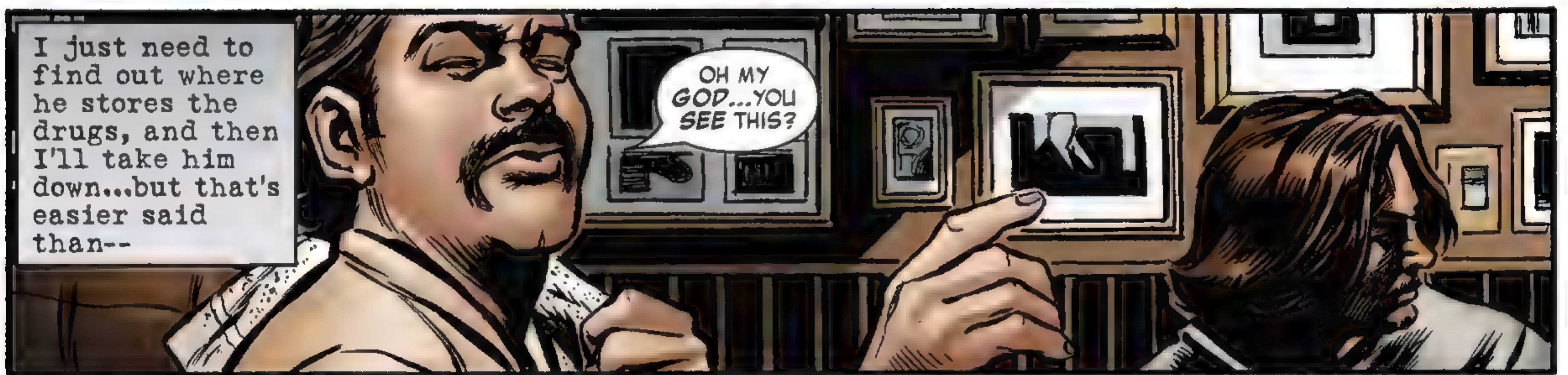


Probably shouldn't drink so much, I know...but I ran out of pills so long ago, and this is the only medicine I've got.



And in between blackouts, I've been working my way into the scene around here. Getting closer to the dealer.

He doesn't come in much, but I know his name now...*Gunnar*.



I just need to find out where he stores the drugs, and then I'll take him down...but that's easier said than--

OH MY GOD...YOU SEE THIS?



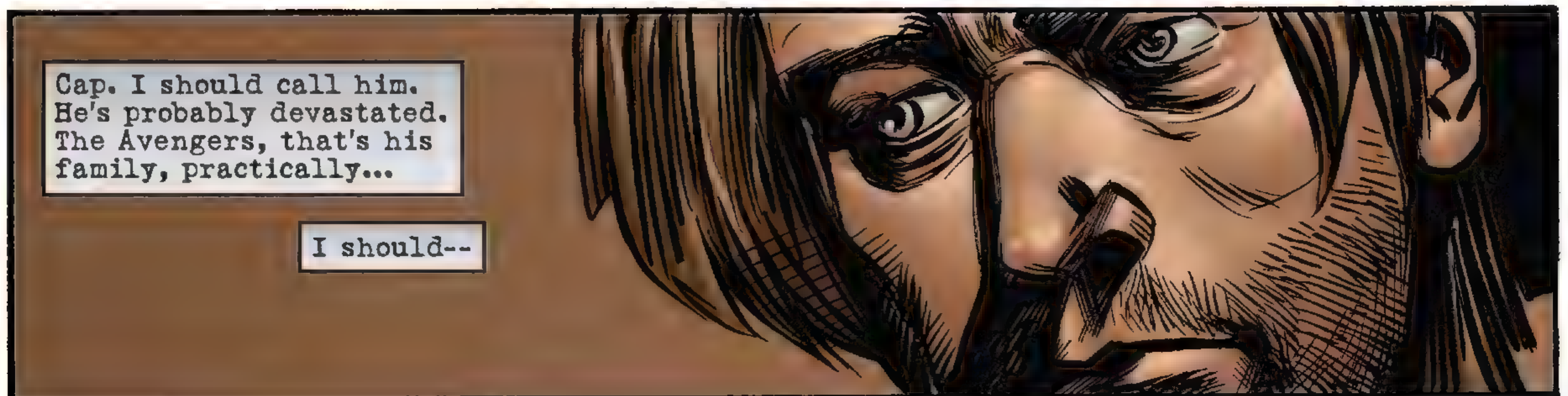
WHAT?
THE AVENGERS... CHECK IT OUT...



--ANNOUNCED EARLIER TODAY, THE AVENGERS, IN LIGHT OF THEIR RECENT TRAGIC LOSSES, HAVE DECIDED TO DISBAND.

HOOO, BOY, NEVER THOUGHT I'D SEE THAT...WHAT'S THIS WORLD COMIN' TO?

I DON'T... I DON'T KNOW...



Cap. I should call him. He's probably devastated. The Avengers, that's his family, practically...

I should--



And then, somehow,
it's three months
later. I lost three
whole months.

Where did they go?
What am I doing?



Breaking up another
drug ring? Is that
what I'm doing?

Yeah, that's what's
going on. Okay, I
can handle that.



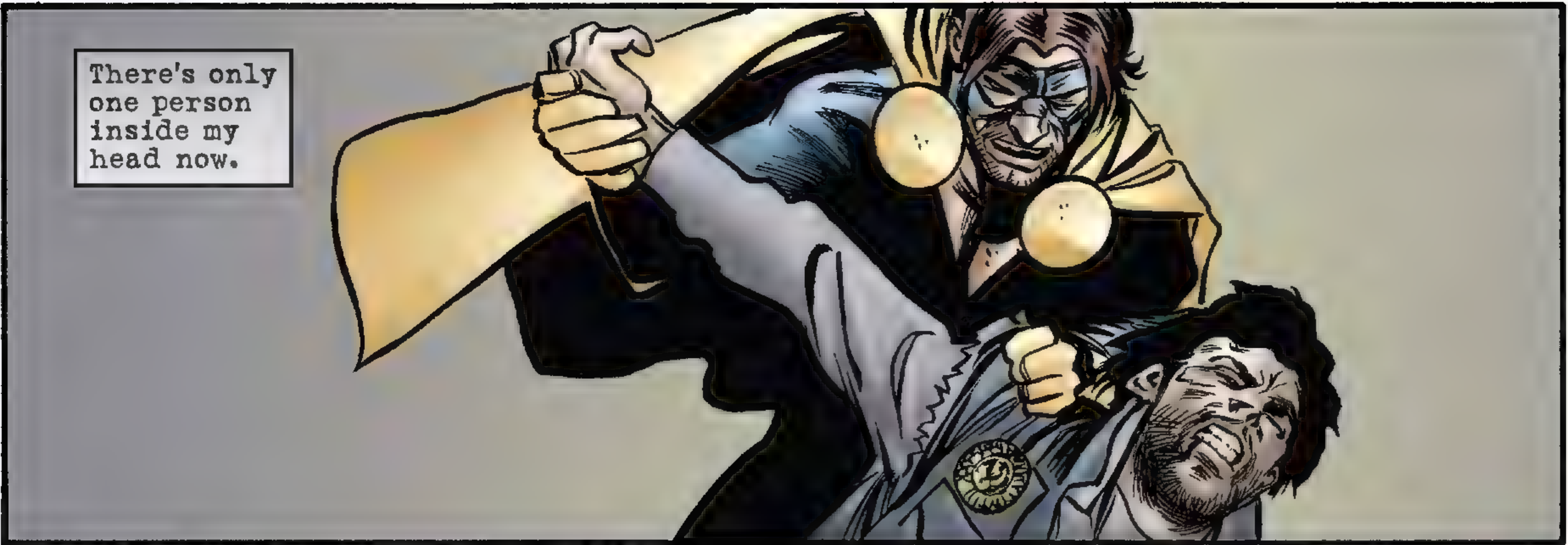
Something feels different, though.
My strength and speed are way off.
Still faster than these guys, though.
But there's something else, too...



My head is
clear. The
static is
gone now.



Whatever happened
in the past three
months, I'm back
in control now.

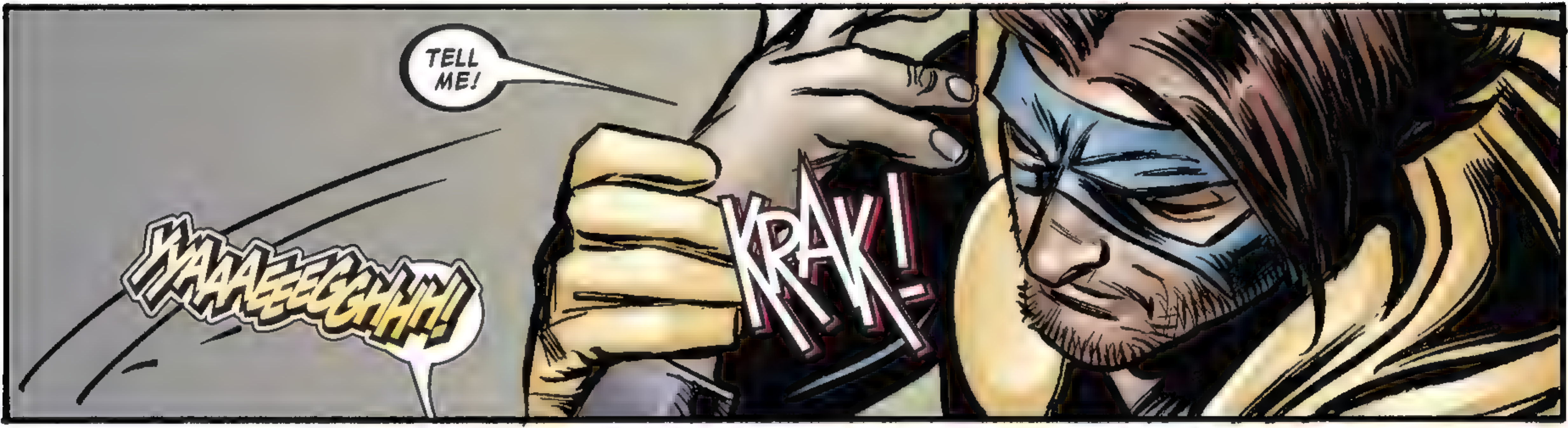


There's only one person inside my head now.



TALK, DAMN IT! WHEN'S GUNNAR'S NEXT SHIPMENT DUE?!

I DON'T KNOW! I DON'T KNOW WHAT YOU'RE TALKIN' ABOUT!



TELL ME!

YAAAAEEEGHHH!

KRAK!



Eventually he talks...and it's good news for a change.

Gunnar's meeting his connection the next day at the Stop and Drink, then going to make the big pick-up.



It's all falling into place... finally...

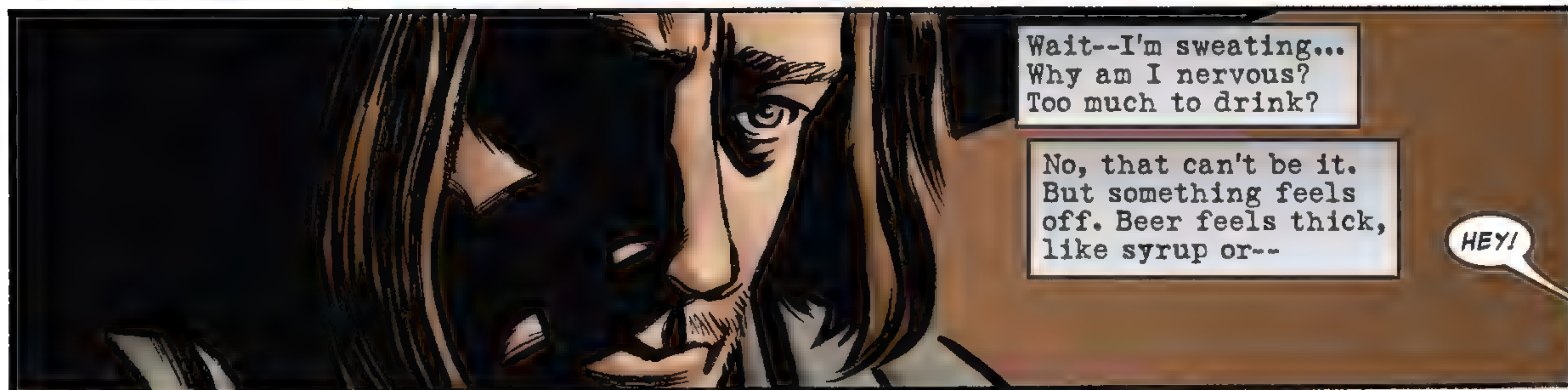
E4



★ **Earlier Today**

And the next day,
I'm waiting...I'm
ready to finish
this.

If the freaking
guy would just
show up. Where
is he? Something's
wrong. He should
be here by now.



Wait--I'm sweating...
Why am I nervous?
Too much to drink?

No, that can't be it.
But something feels
off. Beer feels thick,
like syrup or--

HEY!



LOOK'A
THAT. EVEN
THE FRIGGIN'
FRENCH LOVE
THAT GUY...

Cap on TV *again*.
Is that even *real*?



What's happening
to me? This all
feels so foreign...
so wrong.



And suddenly, it's like
I'm the person *inside*
now. I see myself arguing
with the bartender about
something.

See myself
storming out.



This isn't right.
Doctor Foster never
said it would be
like this...trapped
in my own head.

Then I think
about my vision,
the me growing
inside...



And as someone calls
to me, I realize what's
happened...I was right
all along...

JACK
MONROE?



I took his place
before and now...
he's **outgrown** me...

He's shed my skin
and it's time to
take my place...



It all makes sense.

DON'T--
DO I KNOW
YOU?

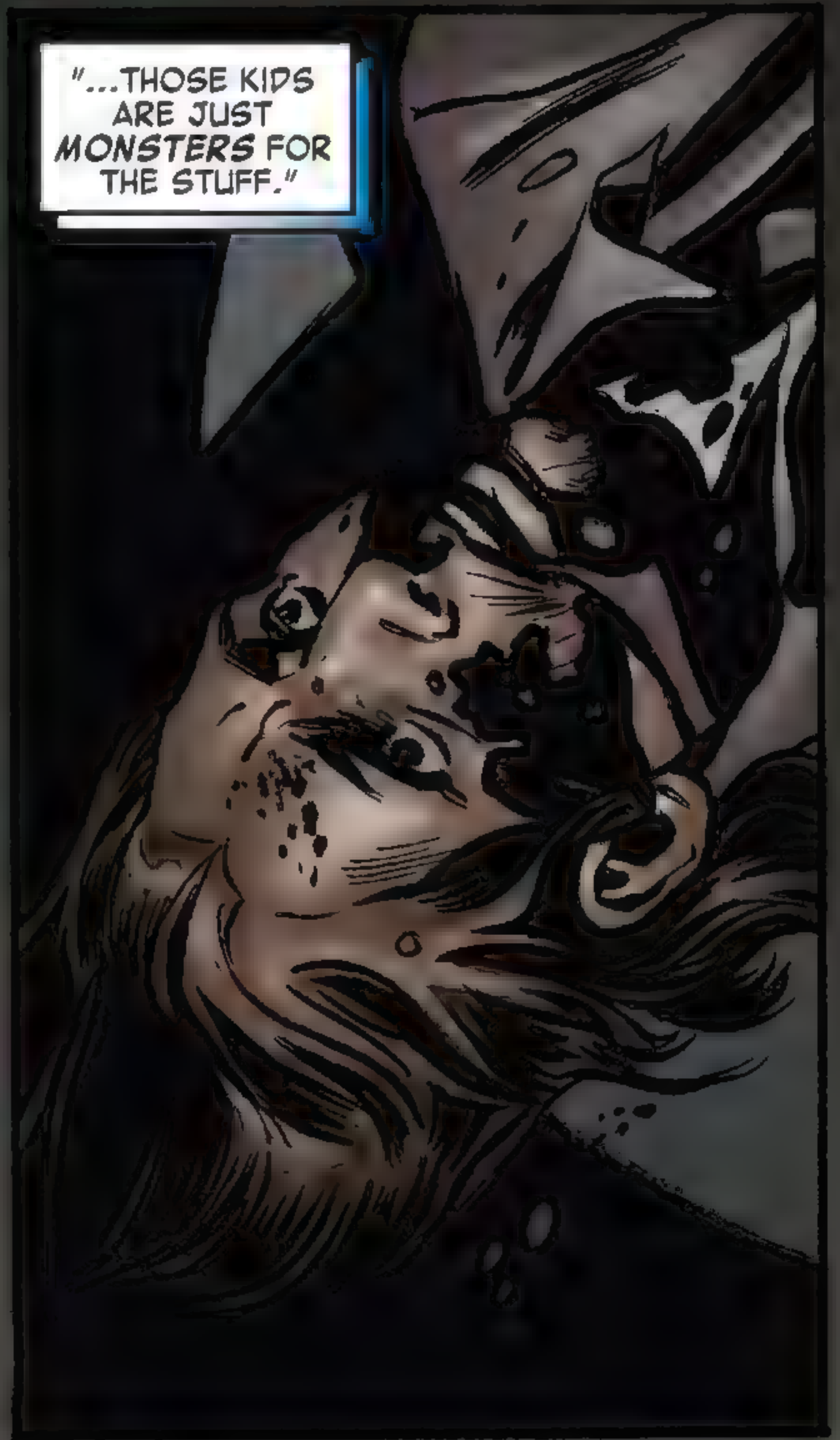
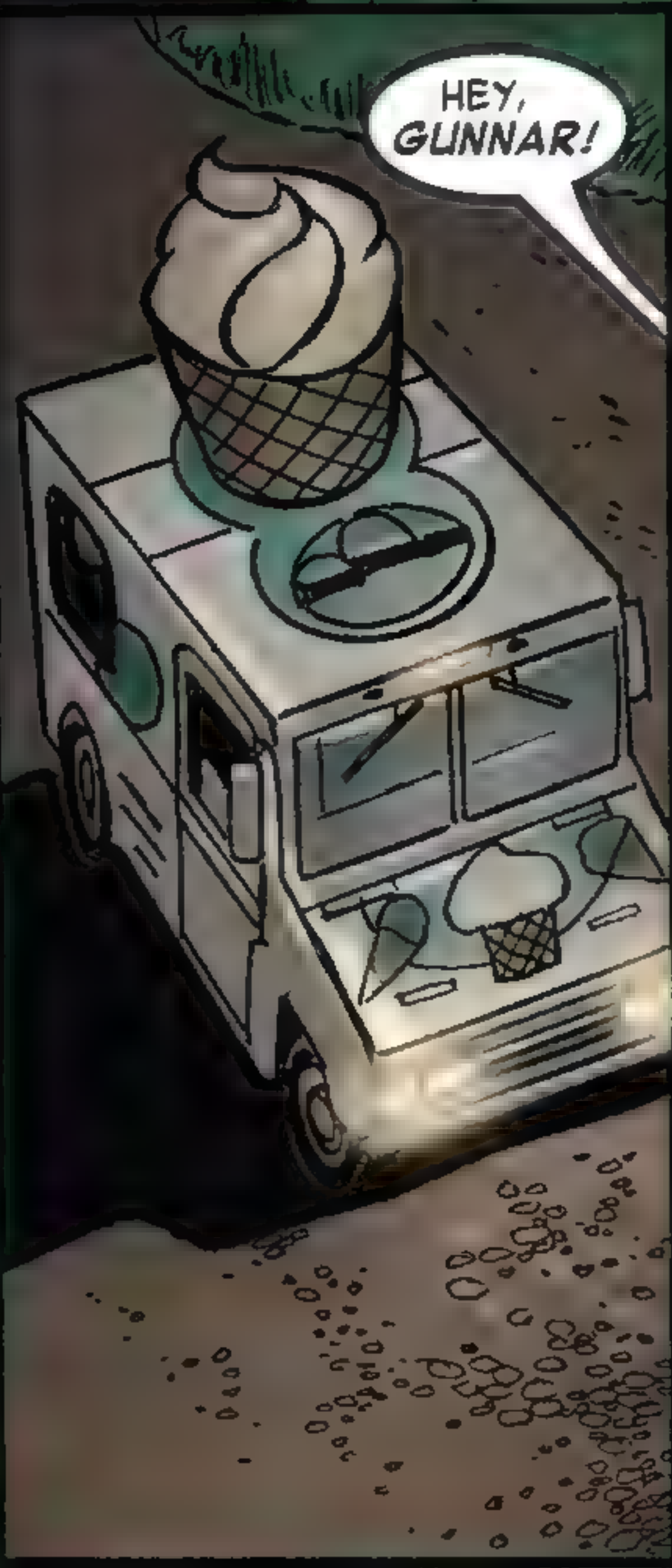


NO.

BLAM



If only I'd been
able to finish my--

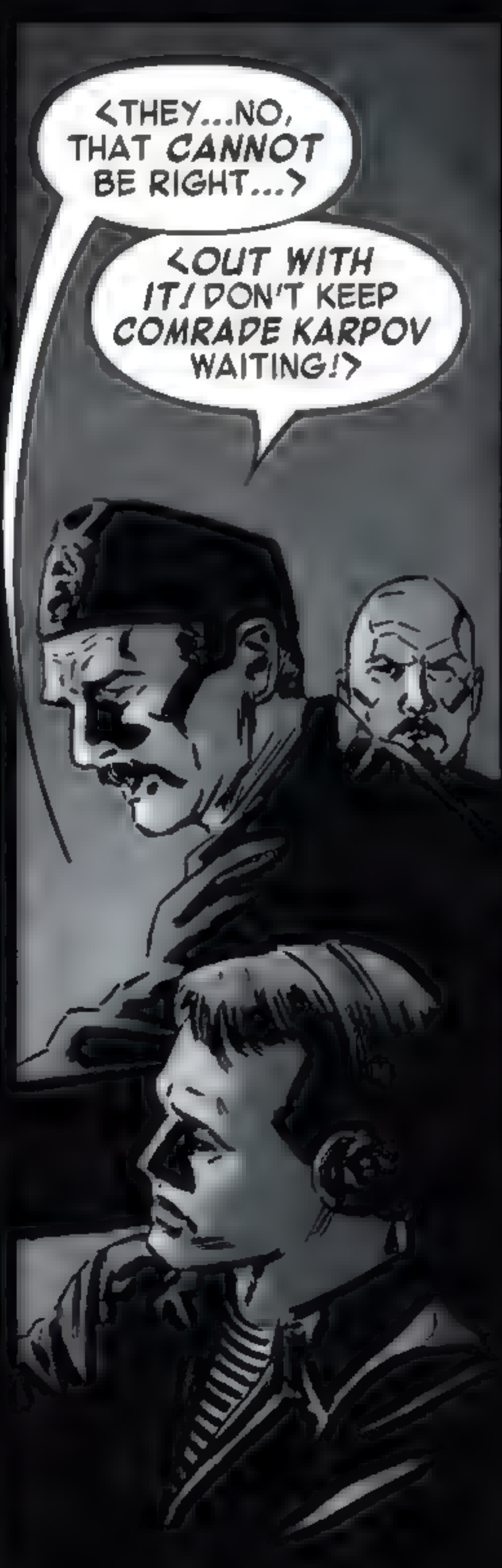




CAPTAIN AMERICA #8
"THE WINTER SOLDIER PART 1"

★ **April 1945, the English Channel near Dover**

EXPERIMENTAL SOVIET
SPY-SUBMARINE HEADING
TOWARD GERMAN WATERS.





**S.H.I.E.L.D. Helicarrier--
Headquarters of the U.N.
Peacekeeping Taskforce**

PRESENT DAY.



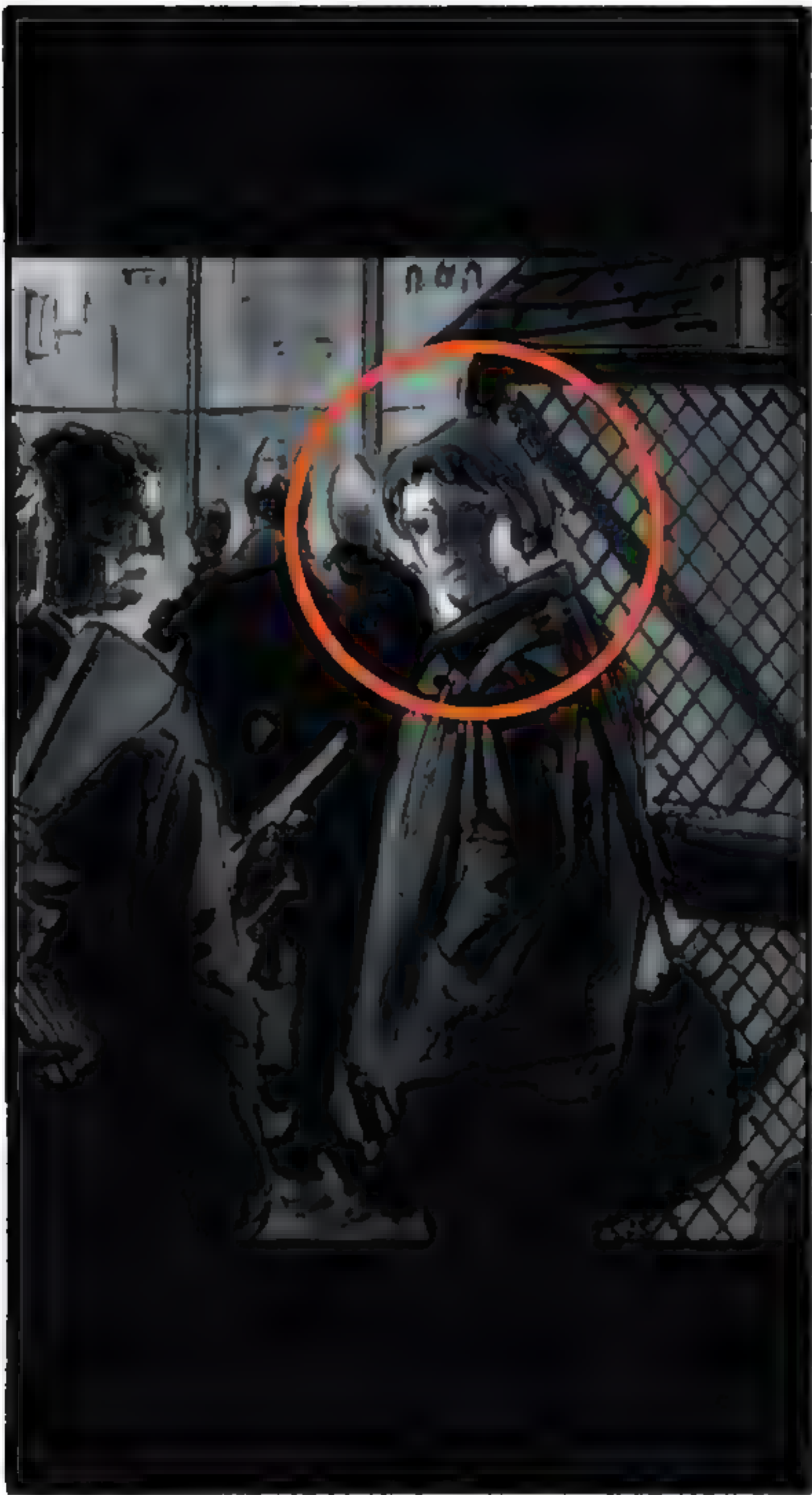
I'M SORRY, WHAT AM I
SUPPOSED TO BE LOOKING
AT HERE, FURY?



I THINK YOU CAN
FIGURE IT OUT, ROGERS.
JUST LOOK.



I ALREADY
TOLD HIM, NICK.
HE'S NOT GOING
TO LISTEN...



★ Last night

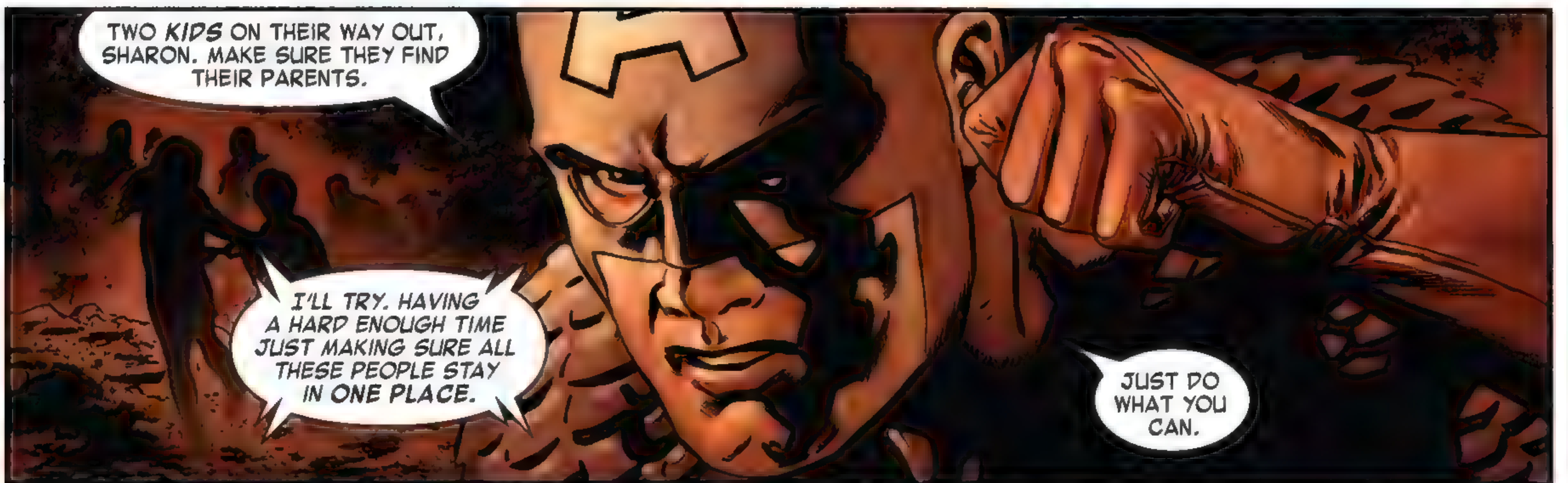
AAAAAIEEEEE!

I'VE GOT
YOU!

JUST
HANG ON
TIGHT!

EEEEEE!

KKKKKKKK





"...THAT I THINK
YOU'D BETTER
CHECK OUT."

JUST...JUST HANG ON, HONEY.
YOU'RE GONNA BE ALL RIGHT...THE
RESCUE TEAMS ARE HERE.

HEY, OVER
HERE! MY WIFE
NEEDS HELP!



NO
WITNESSES.

BUDDA
BUDDA
BUDDA
BUDDA
BUDDA
BUDDA
BUDDA



WE'RE CLOSE
NOW.

WELL, WE'D BETTER
BE. WE'VE GOT ABOUT
TWO MINUTES BEFORE
THIS PLACE IS SWARMING
WITH S.H.I.E.L.D. AND
EVERYBODY ELSE.

SO WE SHOULD
JUST LEAVE WHATEVER'S
LEFT OF OUR TECHNOLOGY
FOR THEM TO FIND?

NO.
OF COURSE
NOT.



BESIDES, THESE READINGS
I'M GETTING ARE WORTH
THE RISK...JUST LOOK AT
THIS PLACE.

WE MAY NOT
HAVE SET THE
BOMB, BUT THIS
DESTRUCTION
IS BY OUR
DESIGN...



AND YOU'RE PROUD OF THAT?

KKCK

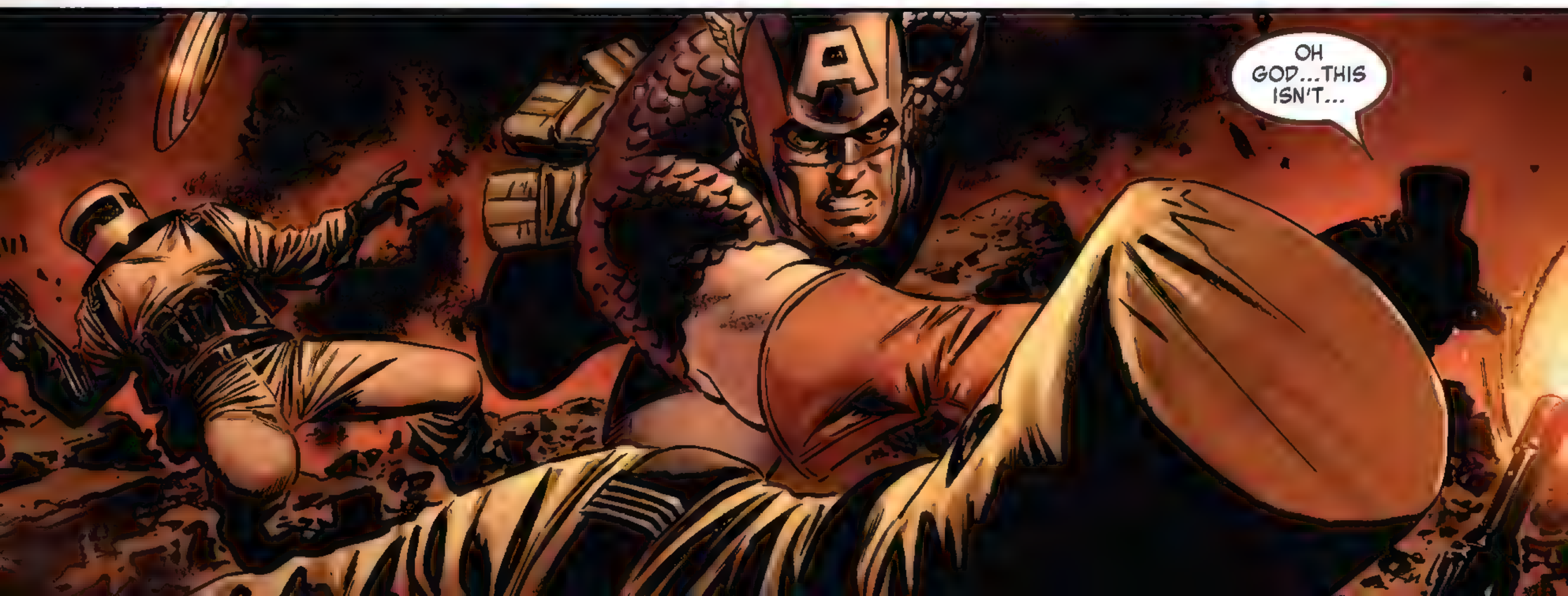


BUDDA
BUDDA
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BUDDA



OH GOD...THIS ISN'T...



YOU KEEP AWAY FROM ME! I'M JUST A SCIENTIST!

I KNOW... THAT'S THE PROBLEM WITH YOU PEOPLE.

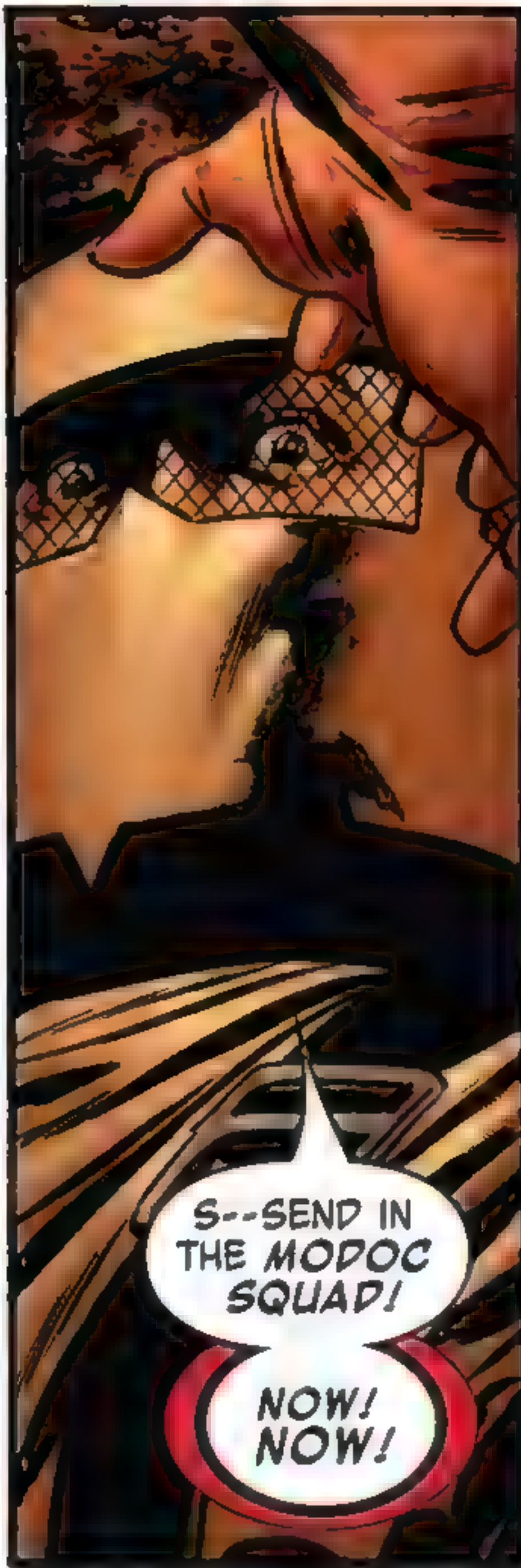
JUST STUDYING ALL THIS DEATH AND MISERY LIKE IT'S SOME TWISTED LITTLE ANT-FARM...



THIS IS BLOOD YOU'RE WALKING IN!

PEOPLE'S BLOOD!

KRAK



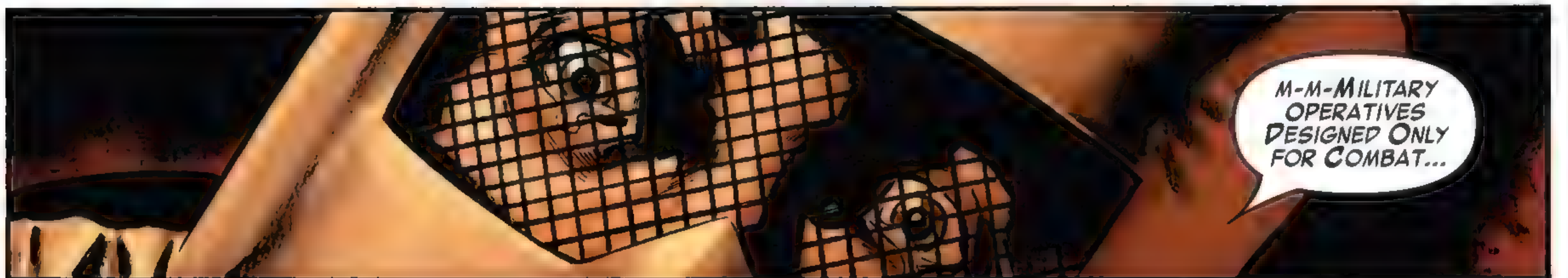
S--SEND IN THE MODOC SQUAD!

NOW!
NOW!

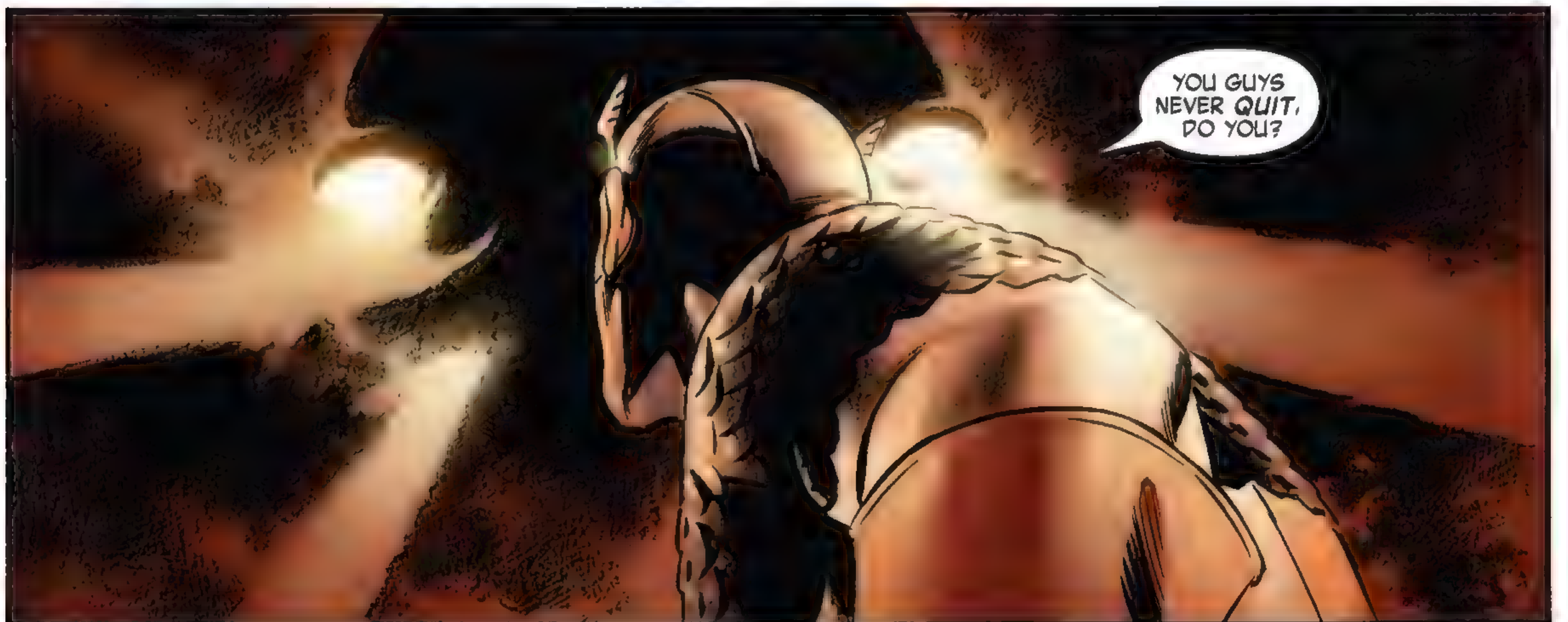


MODOC SQUAD?

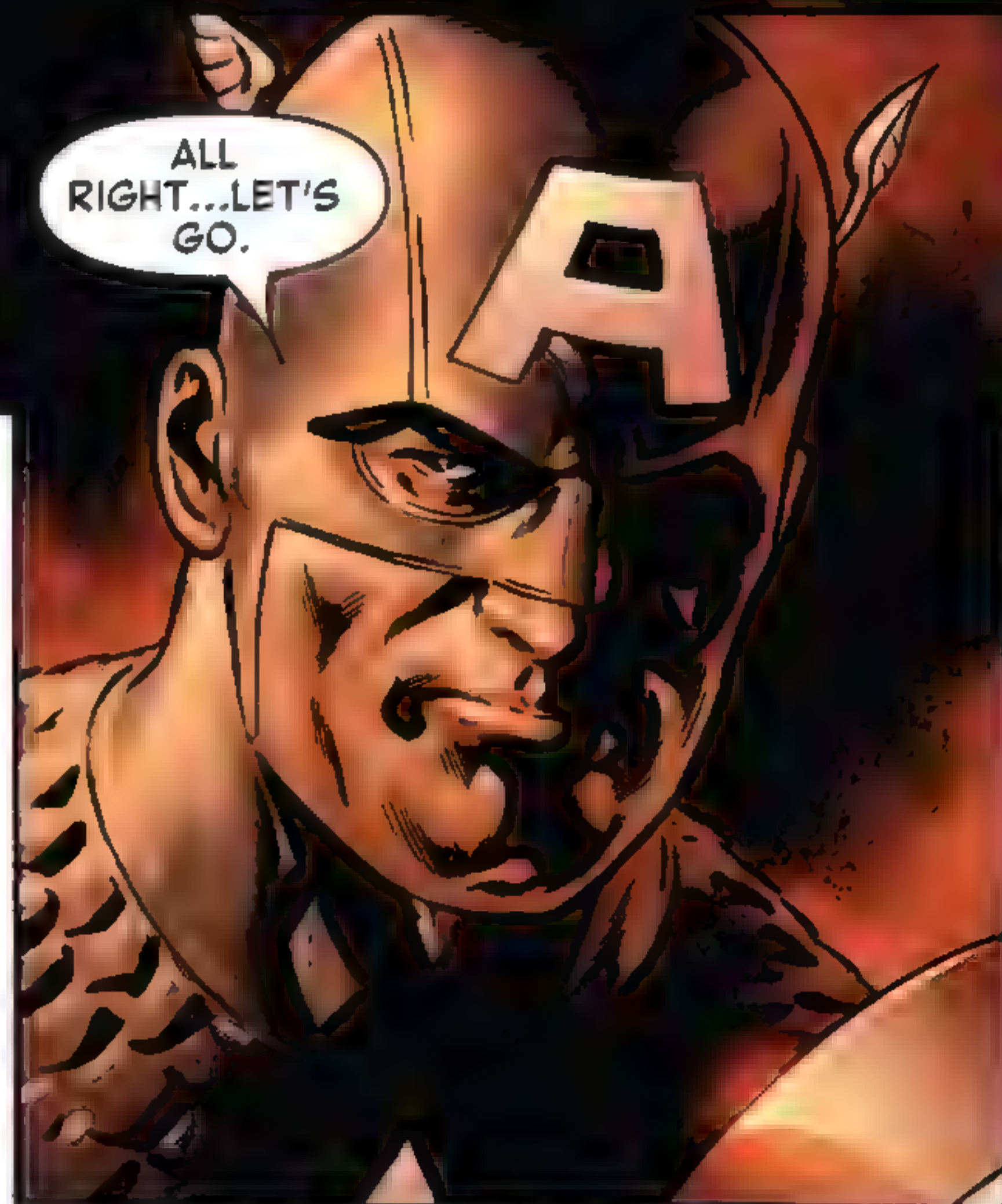
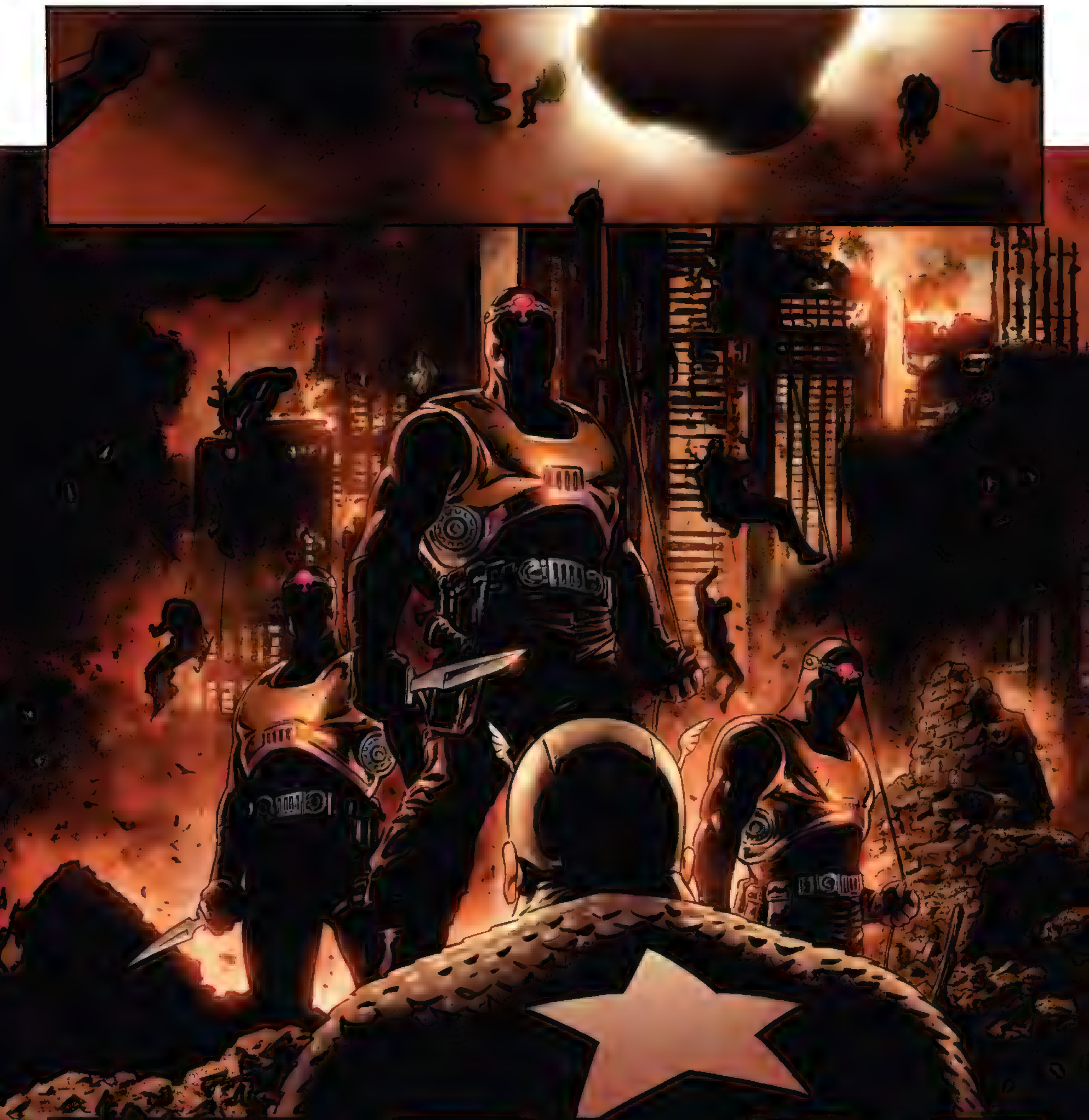
YOU'VE GOT TWO SECONDS TO TELL ME WHAT THE HELL THAT IS.



M-M-MILITARY OPERATIVES DESIGNED ONLY FOR COMBAT...



YOU GUYS NEVER QUIT, DO YOU?





THESE ARE SURVEILLANCE PHOTOS TAKEN NEAR AIRPORTS, TRAIN STATIONS, AND BORDER CROSSINGS...AND THEY'RE NOT RECENT PICTURES.

THIS ONE IS FROM WEST BERLIN, IN 1955, SAME NIGHT GENERAL KELLER HAD HIS BRAINS BLOWN OUT.



THIS IS LONDON, 1960...THE MORNING AFTER THE TOP MAN AT MI6 WAS FOUND DROWNED IN HIS BATHTUB.



THIS IS SWITZERLAND, 1976. SAME DAY THAT THE VICE-CHANCELLOR OF WAKANDA FELL OFF A MOUNTAIN.

HE WAS THERE FOR A GLOBAL ECONOMIC SUMMIT, AS WELL AS THE SKIING.



THE POINT IS, THESE ARE PEOPLE ARRIVING OR LEAVING AROUND THE TIMES OF ASSASSINATIONS THAT HAD MAJOR IMPACT ON THE COLD WAR.

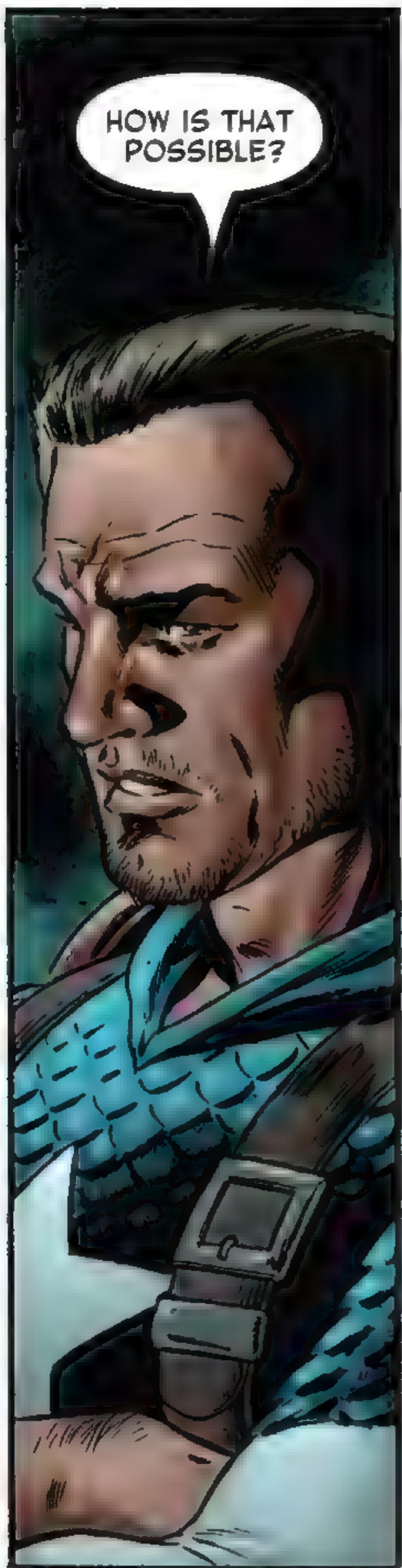
AND IN ALL OF THEM, WE'VE BEEN ABLE TO ISOLATE *THIS MAN*... AND THE FINEST FACIAL RECOGNITION SOFTWARE IN THE WORLD TELLS ME THAT IT'S THE SAME GUY.



YET NONE OF YOUR PREDECESSORS EVER NOTICED THIS?

WE'RE TALKING THOUSANDS OF CROWD PHOTOS TO LOOK THROUGH, AND THE GUY IS GOOD. HE'S A PROFILE HERE OR THERE, MOSTLY.

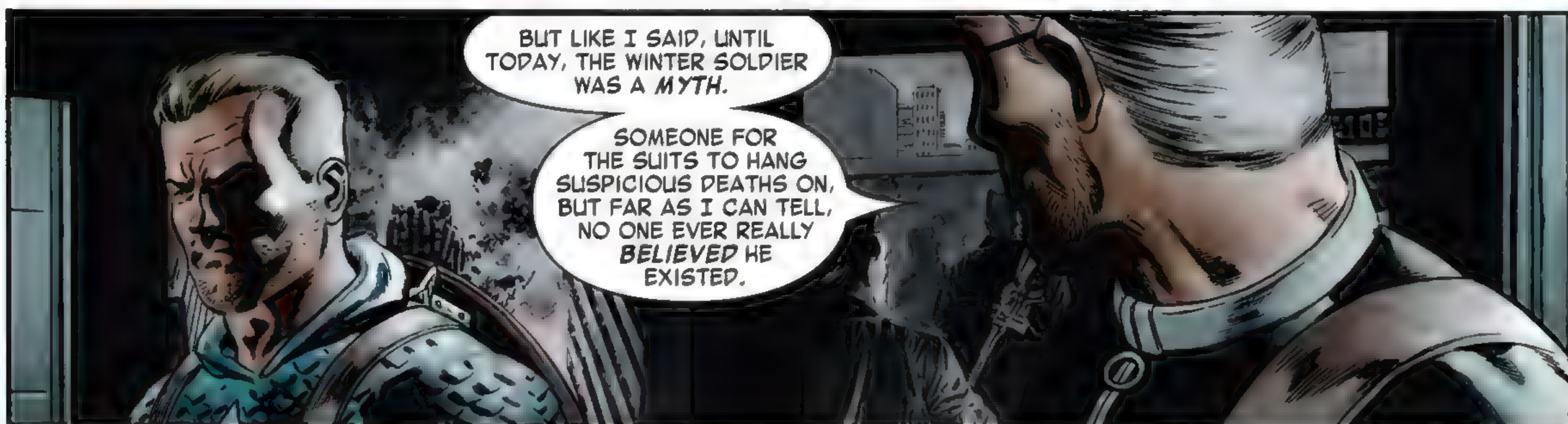
AND THIS WAS THE OLD DAYS. THE TECH WASN'T THERE YET, NOT FOR STUFF LIKE THIS.





STORY WENT THAT THEY KEPT HIM ON ICE AND ONLY WOKE HIM UP FOR THE BIG GIGS. HE'D BE IN *STASIS* FOR FIVE YEARS...THEN OUT IN THE WORLD FOR SIX MONTHS WORKING...

...AND BACK TO RIP VAN WINKLE-LAND ONCE THE *BODIES* HIT THE MORGUE.



BUT LIKE I SAID, UNTIL TODAY, THE WINTER SOLDIER WAS A *MYTH*.

SOMEONE FOR THE SUITS TO HANG SUSPICIOUS DEATHS ON, BUT FAR AS I CAN TELL, NO ONE EVER REALLY BELIEVED HE EXISTED.



BUT I DO, BECAUSE I'VE GOT THIS PICTURE FROM LAST WEEK AT DULLES INTERNATIONAL... HERE HE IS *AGAIN*, ABOUT THREE YEARS OLDER THAN HE WAS IN '76...



...AND LEAVING THE BAGGAGE TURNSTILES WHERE WE LATER FOUND THE WEAPON THAT KILLED THE RED SKULL.

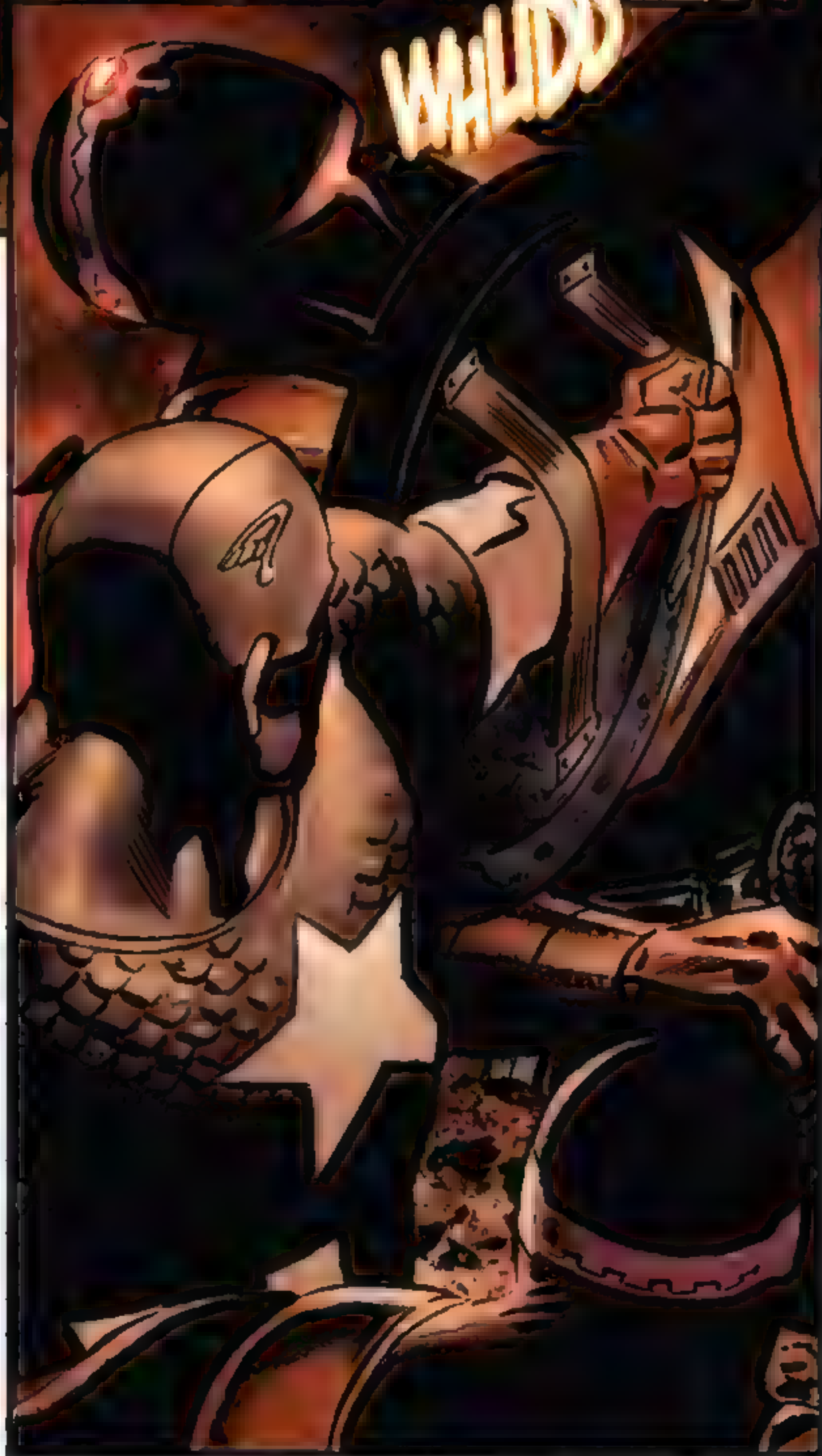
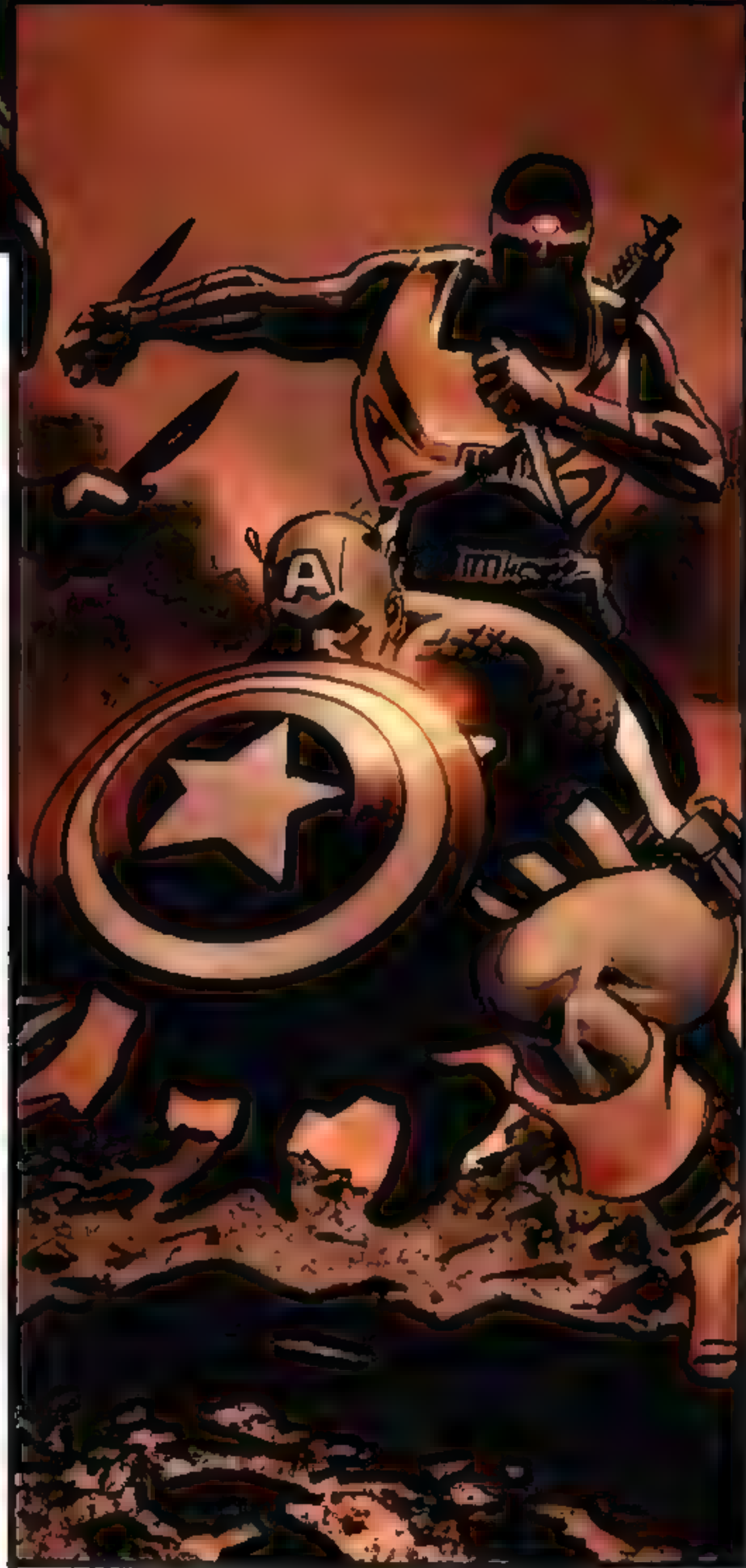
NICK...TAKE A STEP BACK HERE. WHAT ARE YOU SAYING?

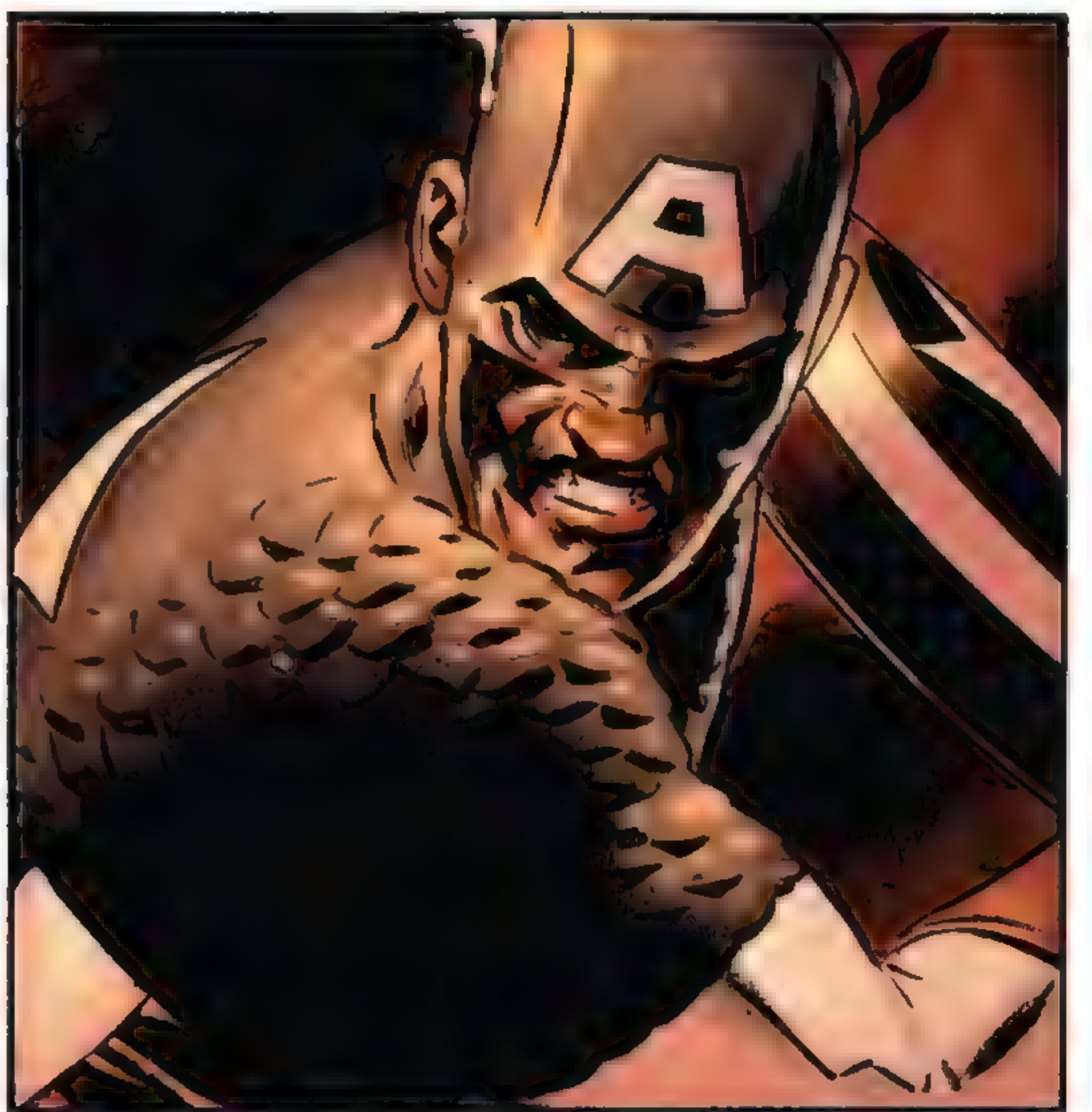


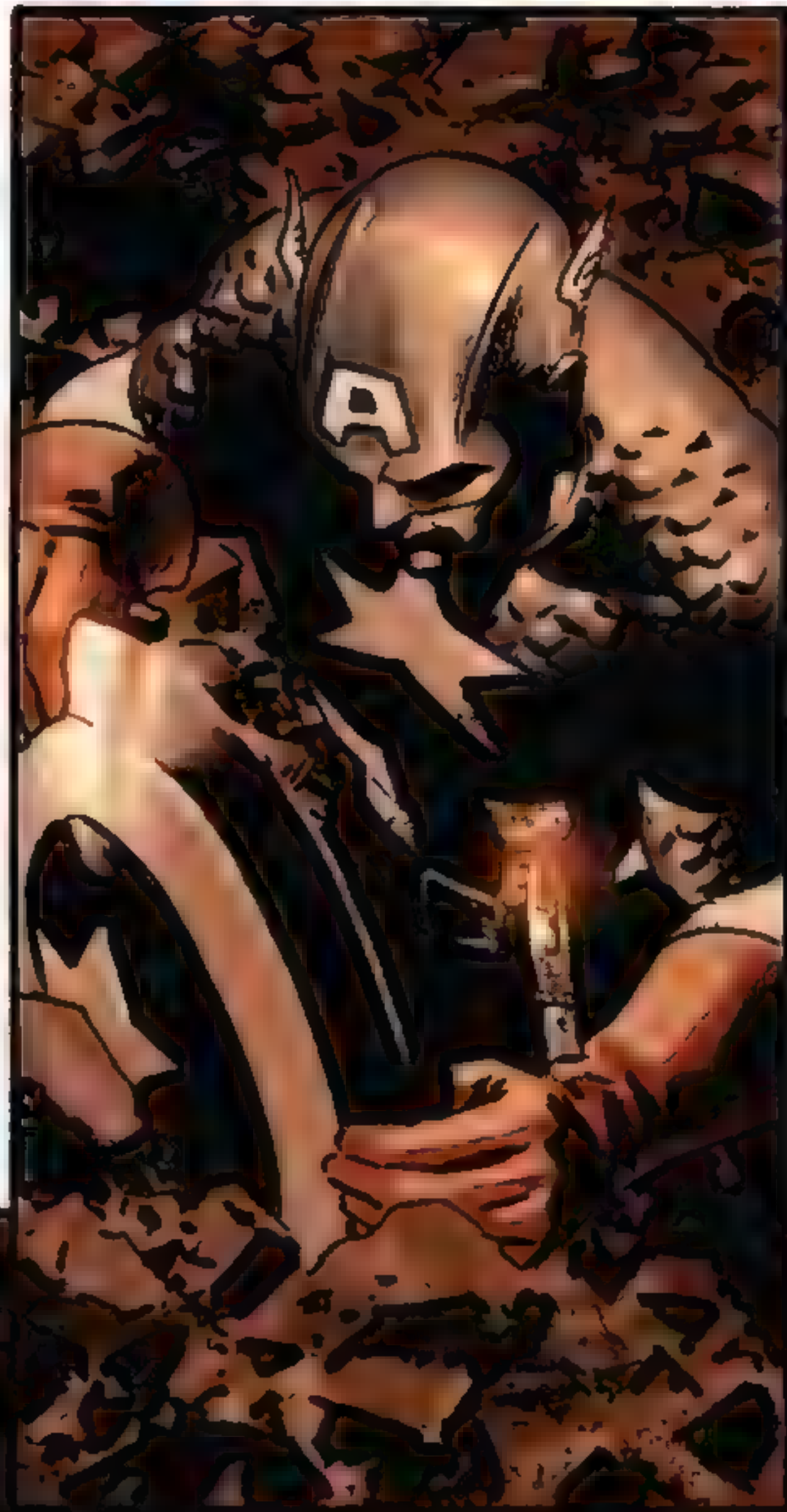
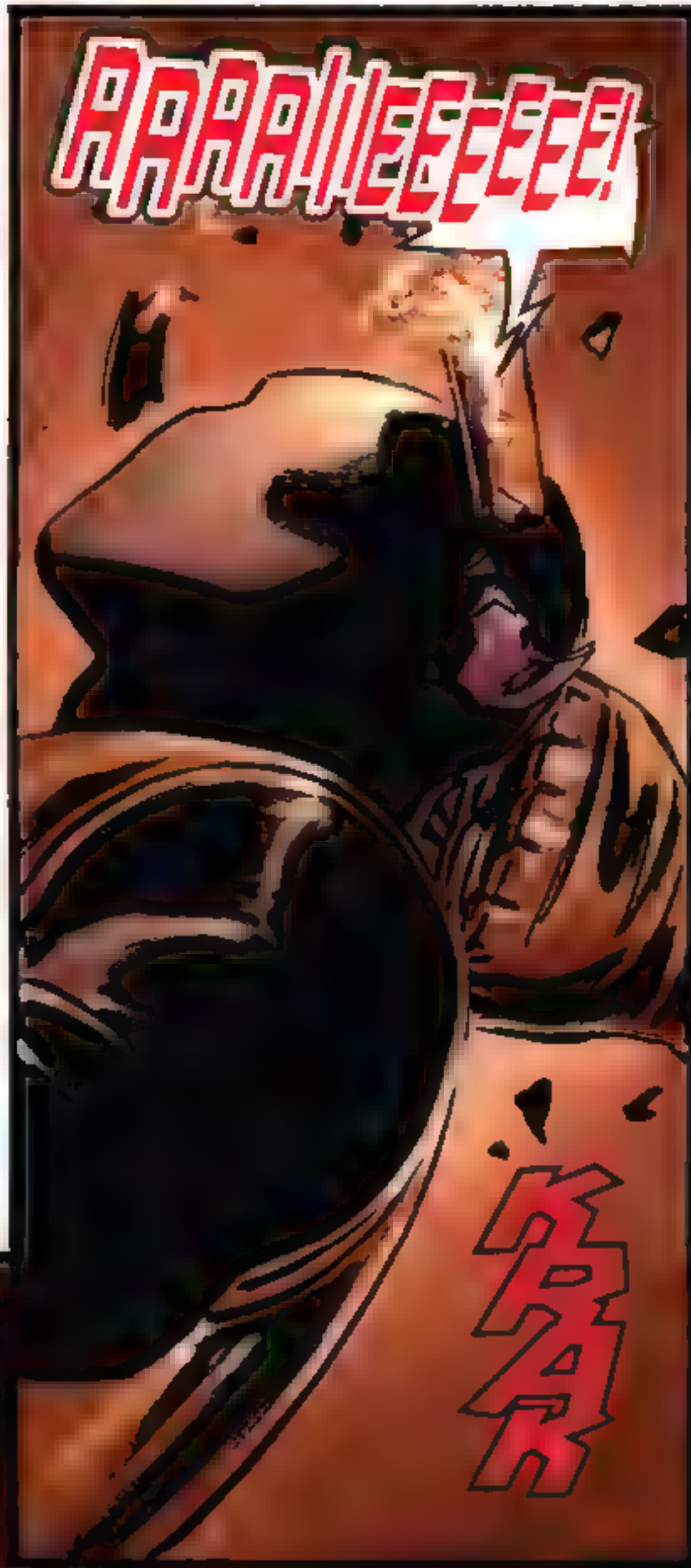
YOU CAN'T *SERIOUSLY* BE IMPLYING THAT THIS WINTER SOLDIER PERSON IS *BUCKY*?



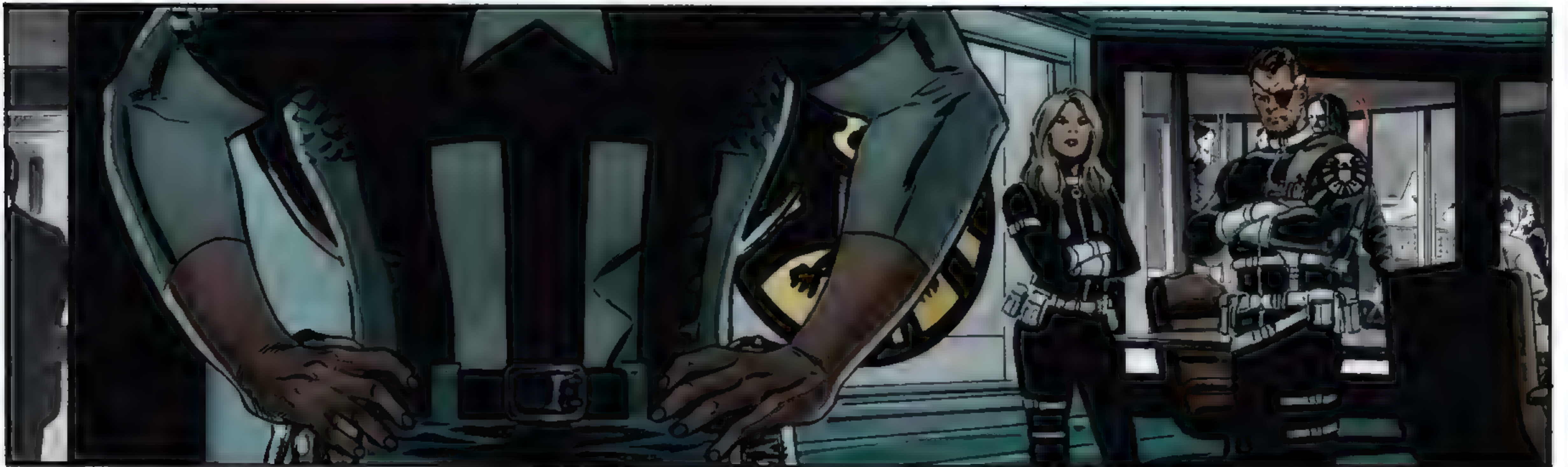
WHY DON'T YOU TELL ME? YOU'RE THE ONE WHO SAW HIM LAST NIGHT...













STEVE...?

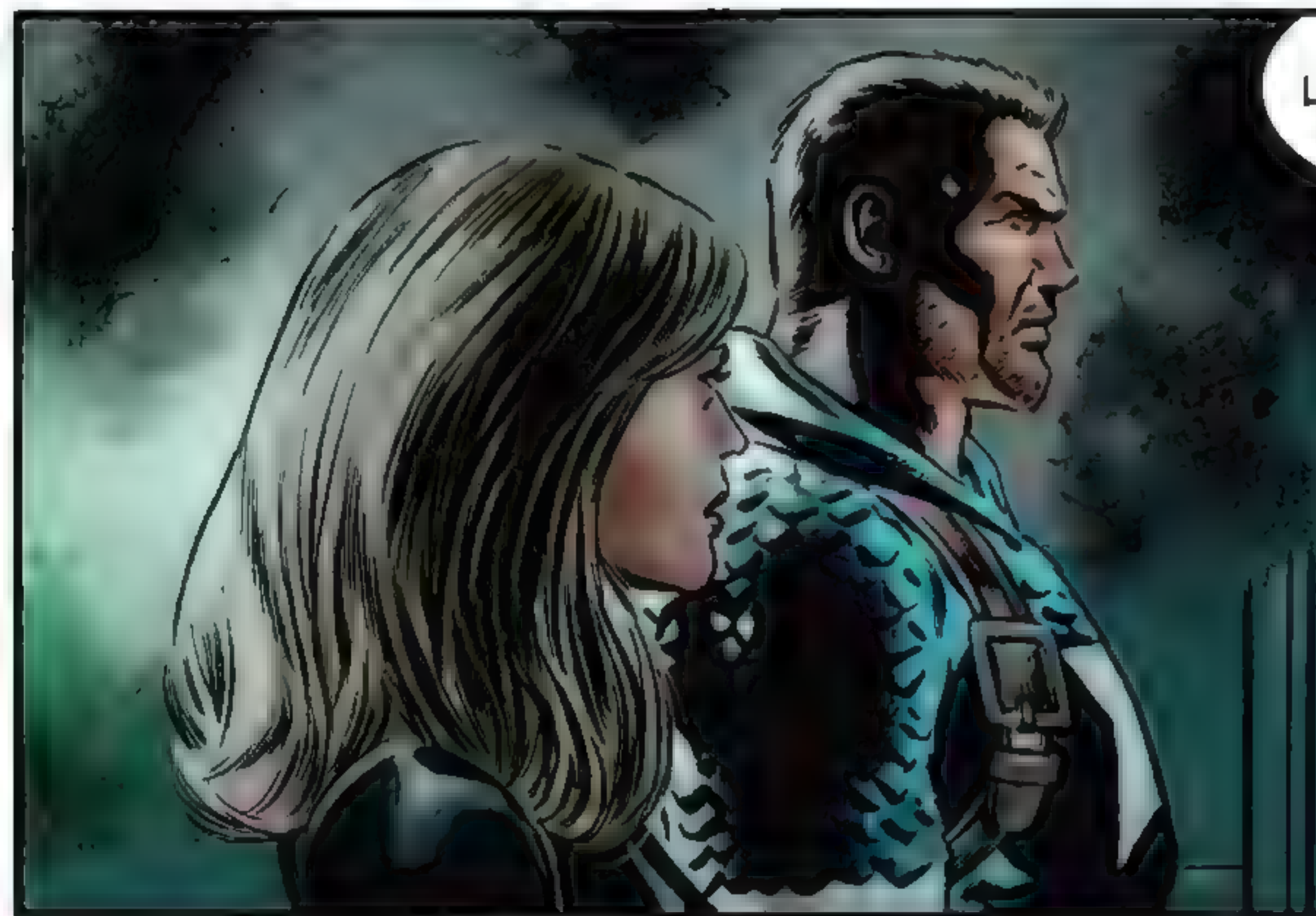


SO, WHAT'S THE PLAN, NICK? I KNOW YOU *MUST* HAVE ONE.



I DO. WE'VE GOT A *PRIME SUSPECT* IN THE TERROR ATTACK ON PHILADELPHIA... ALEKSANDER LUKIN.

AND UNFORTUNATELY, IF HE *IS* OUR MAN, HE ALSO HAS A *FULLY-CHARGED* COSMIC CUBE NOW. SO WE'RE GOING TO HAVE TO MOVE FAST.



SMALL TEAM, IN AND OUT, GRAB LUKIN AND GET HIM BACK HERE FOR QUESTIONING BEFORE THEY EVEN KNOW HE'S GONE...

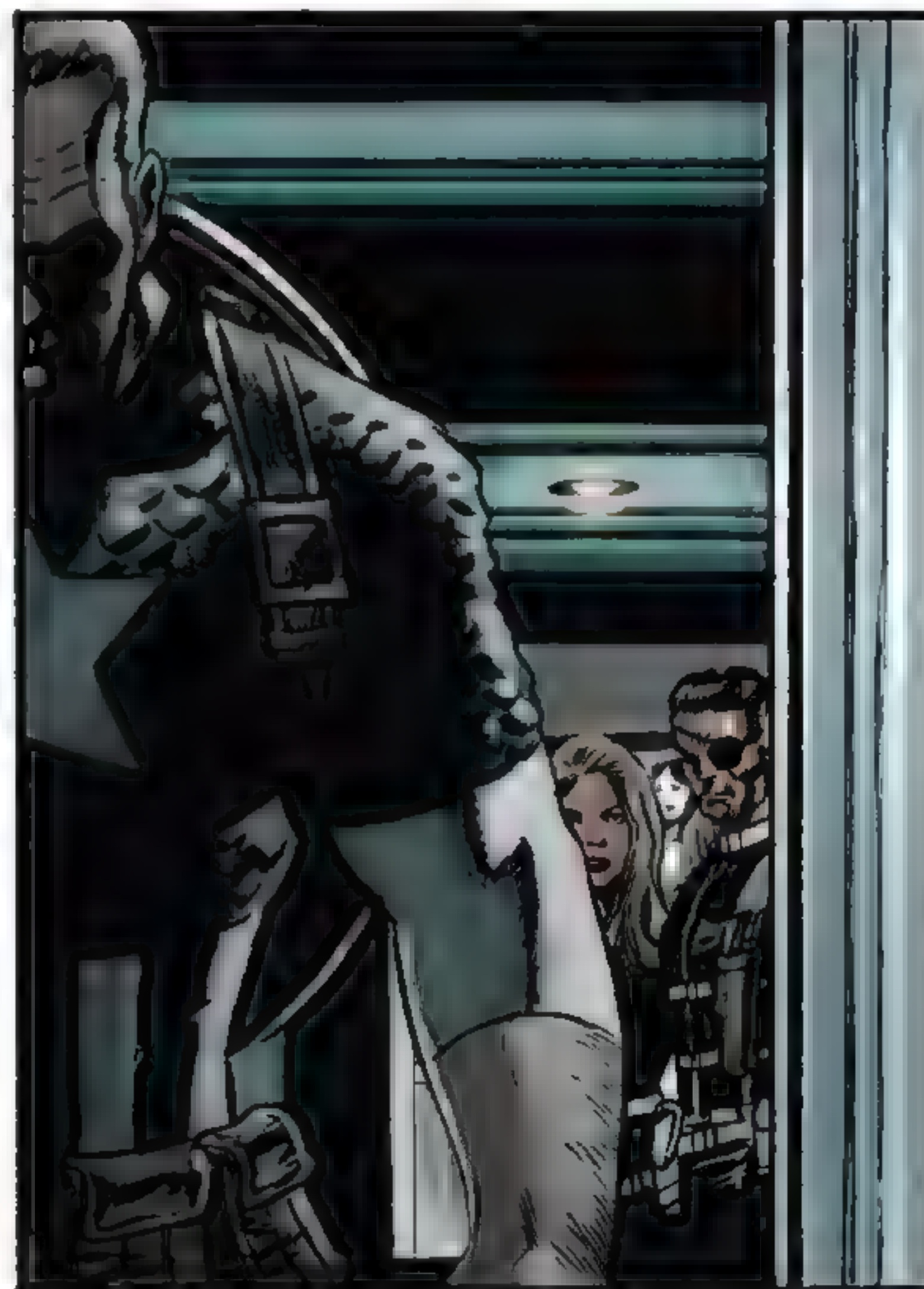
...AND IF WE HAPPEN TO STUMBLE ACROSS ANYONE *ELSE*...WE'LL JUST CROSS THAT BRIDGE, Y'KNOW...?

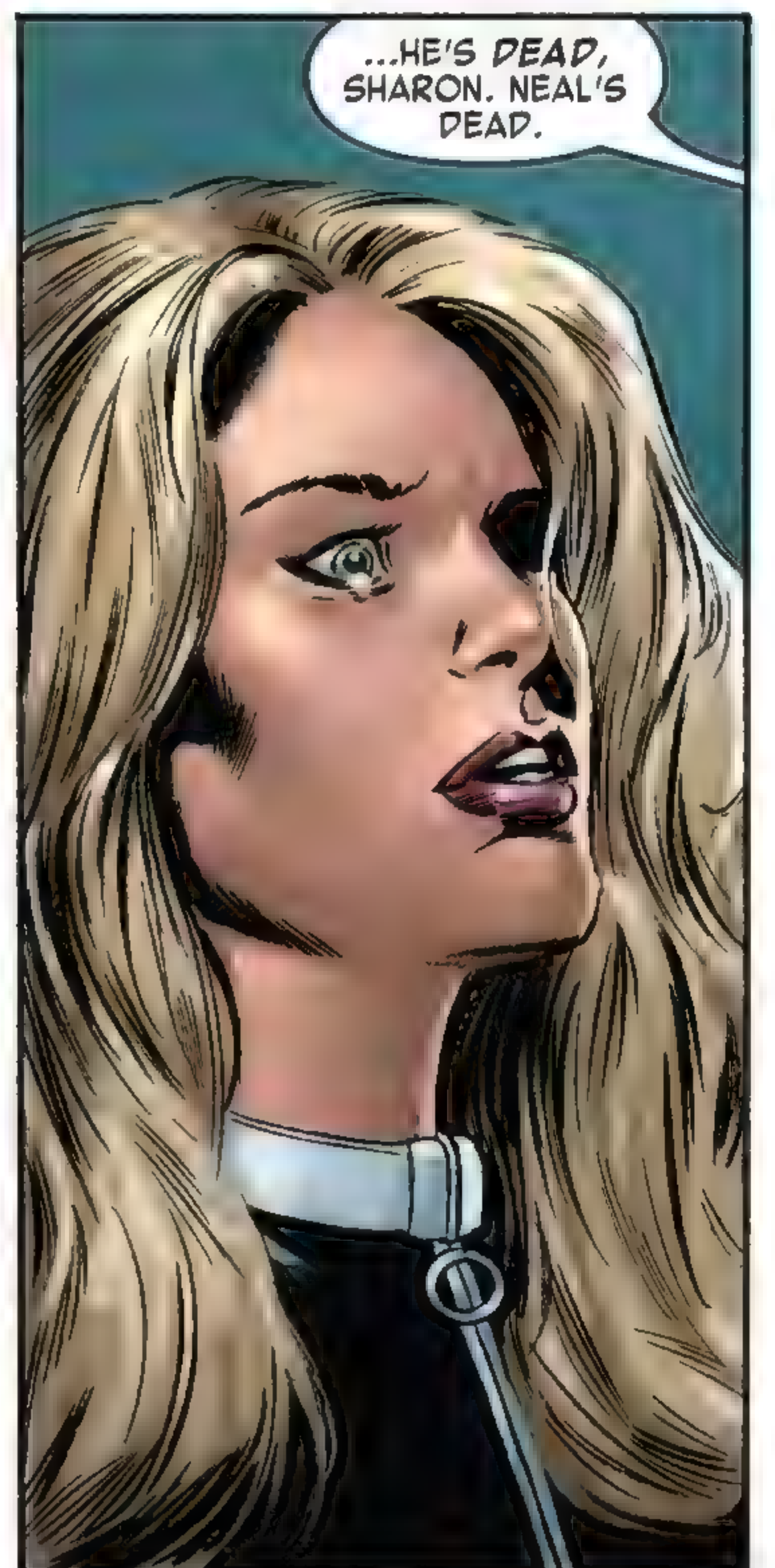


I'M IN.



I KNOW.





★ April 1945, the English Channel, near the Channel Islands

〈ANYTHING?〉

〈I CANNOT BE SURE, COMRADE... THIS TIME OF YEAR THERE IS MUCH ICE IN THE WATER...〉

〈AND WE HAVE NOT TESTED THIS NEW SONAR SYSTEM YET, SO--〉

〈WE MUST BE ON OUR WAY. THESE WATERS ARE CLOSELY GUARDED BY THE BRITISH. IF THEY FIND US **SNEAKING** THROUGH THEM WITHOUT ALLIED APPROVAL...〉

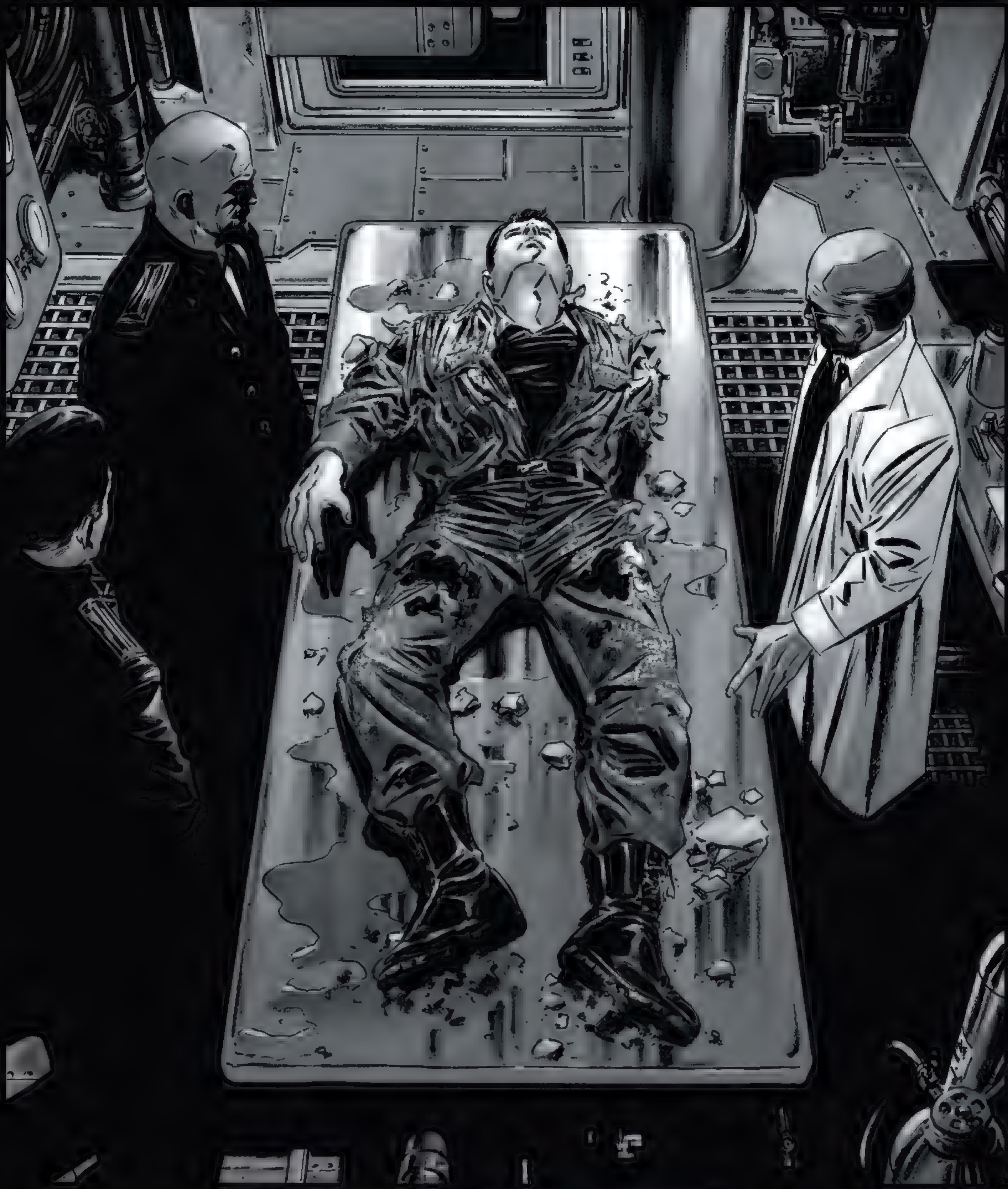
〈DON'T BE A COWARD, SMISLOV. THIS IS THE FINEST VESSEL IN THE SOVIET FLEET. OUR SONAR SHIELDING IS BETTER THAN EVEN OUR ALLIES COULD HOPE FOR...〉

〈NOT THAT THEY'LL EVER HEAR OF IT.〉

〈FORGIVE ME, BUT WE'RE RISKING SO MUCH ON A FOOL'S ERRAND. WHAT CHANCE DO WE--?〉

〈COMRADE KARPOV!〉

“〈THERE'S SOMETHING OUT THERE.〉”





CAPTAIN AMERICA #9
"THE WINTER SOLDIER PART 2"



**Secure Government
Re-Education Facility**

JUST OUTSIDE
RENO, NEVADA

--NO, I
DON'T THINK SO.
I MEAN, FOR ONE
THING, WHO'D WANNA
DATE THE FREAKIN'
HULK?

PEOPLE
WANTED TO
DATE TED
BLUNDY.



BUT AT LEAST HE WAS
HUMAN... OR, YOU
KNOW, HUMANOID.
NO, I'M TELLING
YOU...

OKAY,
SO MAYBE YOU'D
BE SHORT OF CHICKS,
BUT JUST THINK
ABOUT THE **STEAM**
YOU COULD BLOW
OFF...



BOSS TICKS YOU OFF,
YOU TOSS HIS HOUSE AT
THE **SUN**. THAT KINDA
RAGE AND--

HOLD
ON.



WHAT?

WHERE'S
MURPHY?
WASN'T HE ON
SENTRY?

S'POSED
TO BE.



HANG ON, I'M GONNA
CALL THIS IN.

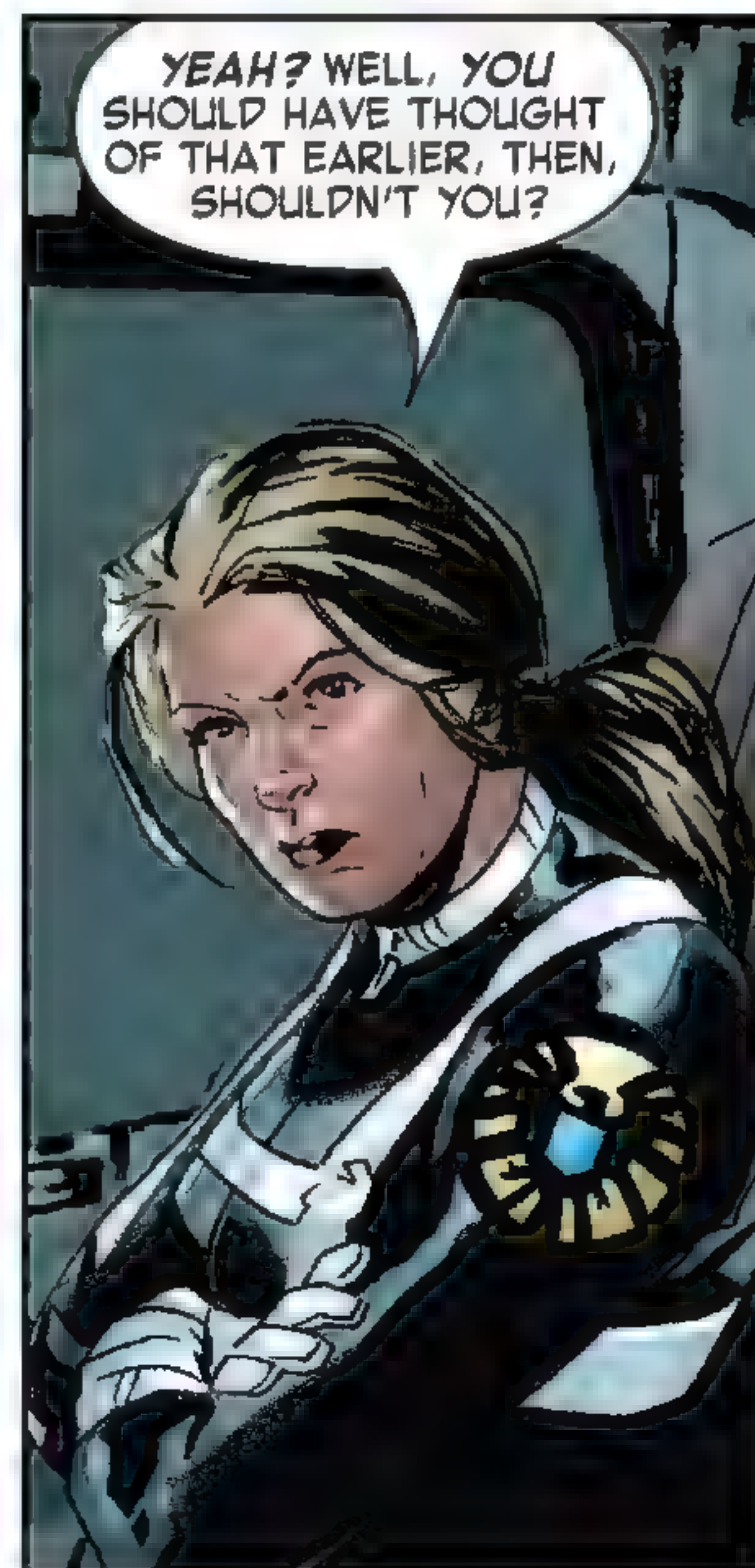
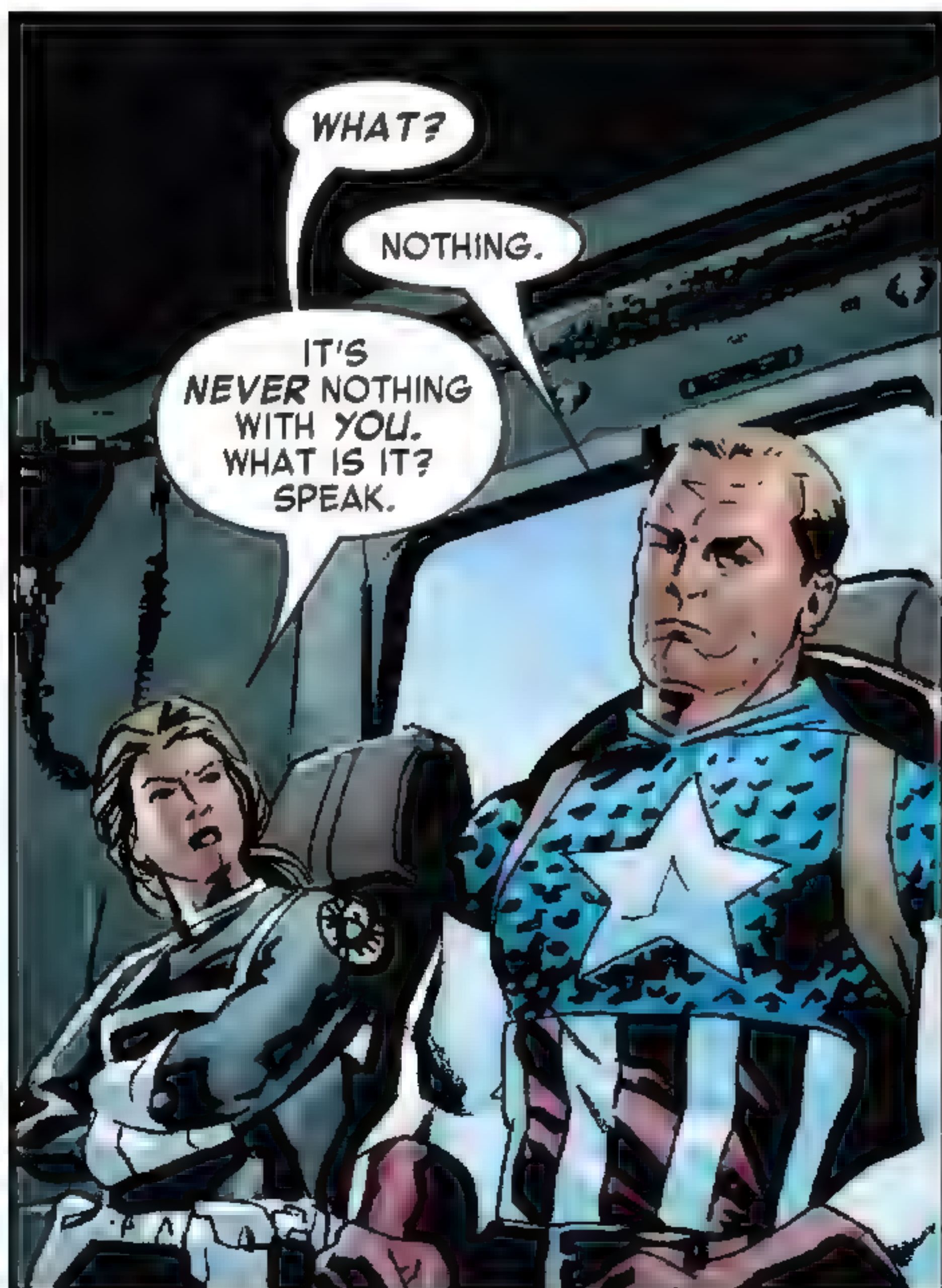
PATROL
TWELVE TO
CONTROL.
WE'VE GOT AN
EMPTY--

HRF RUUKK!

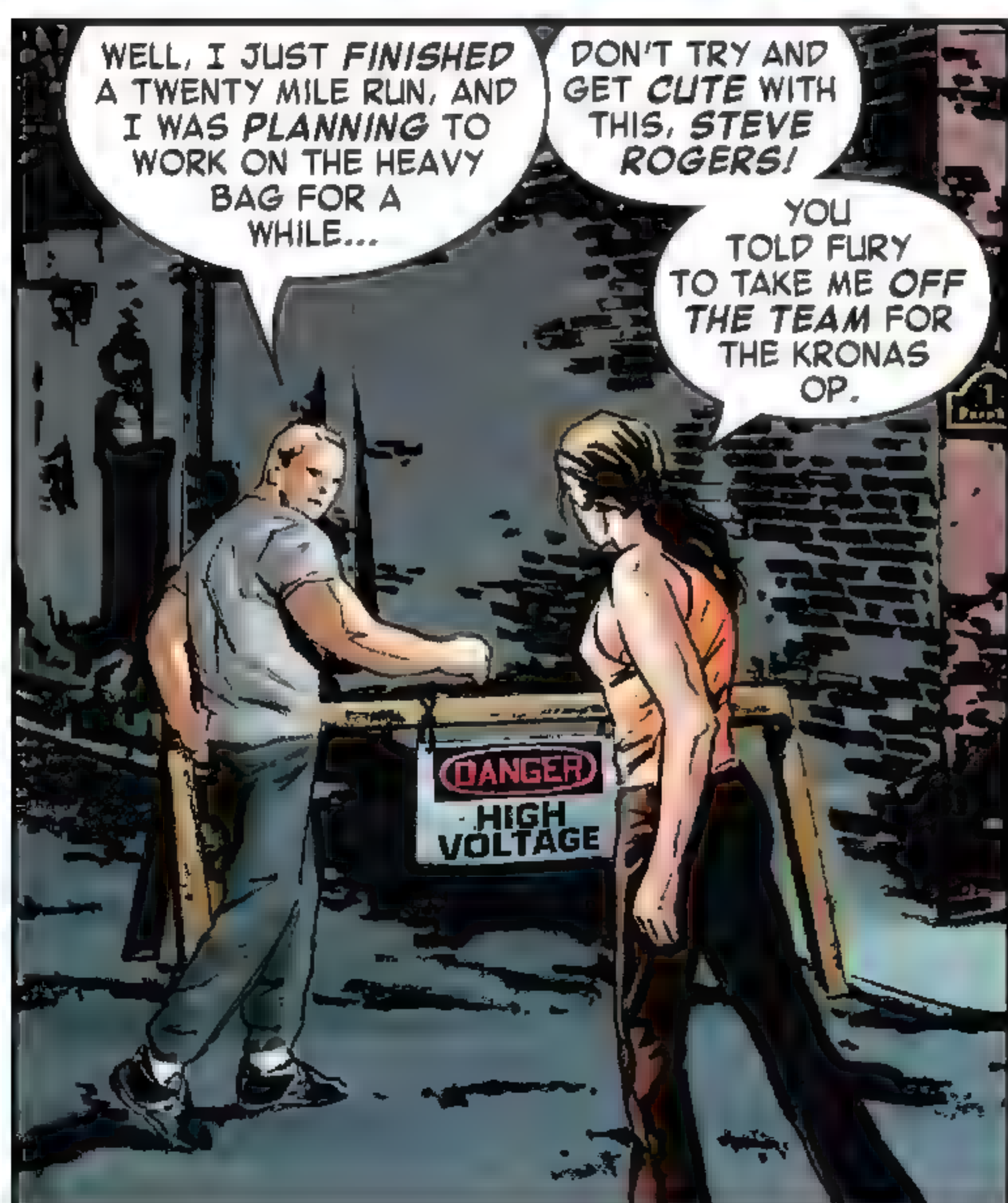


RONNIE!





★ **Brooklyn, New York**
Yesterday





LIKE NICK FURY'S GOING TO GIVE YOU UP.

WHY DON'T WE TAKE THIS INSIDE?



JUST TELL ME WHAT YOU'RE THINKING. I'M ONE OF THE BEST FIELD AGENTS THEY'VE GOT.

IDENTITY-- STEVE ROGERS. ACCESS GRANTED.



SURE YOU ARE, BUT YOU'RE TOO CLOSE TO THIS ONE.

OH, AND YOU'RE NOT?



NOT THE WAY YOU ARE.

I WANT JUSTICE FOR THOSE PEOPLE WHO DIED IN PHILADELPHIA, AND I WANT ANSWERS...



...YOU'RE LOOKING FOR REVENGE.

OH, YOU ARE SO FULL OF IT!

YOU DON'T THINK I CAN TELL WHEN YOU'RE KEEPING YOUR ANGER BOTTLED UP?

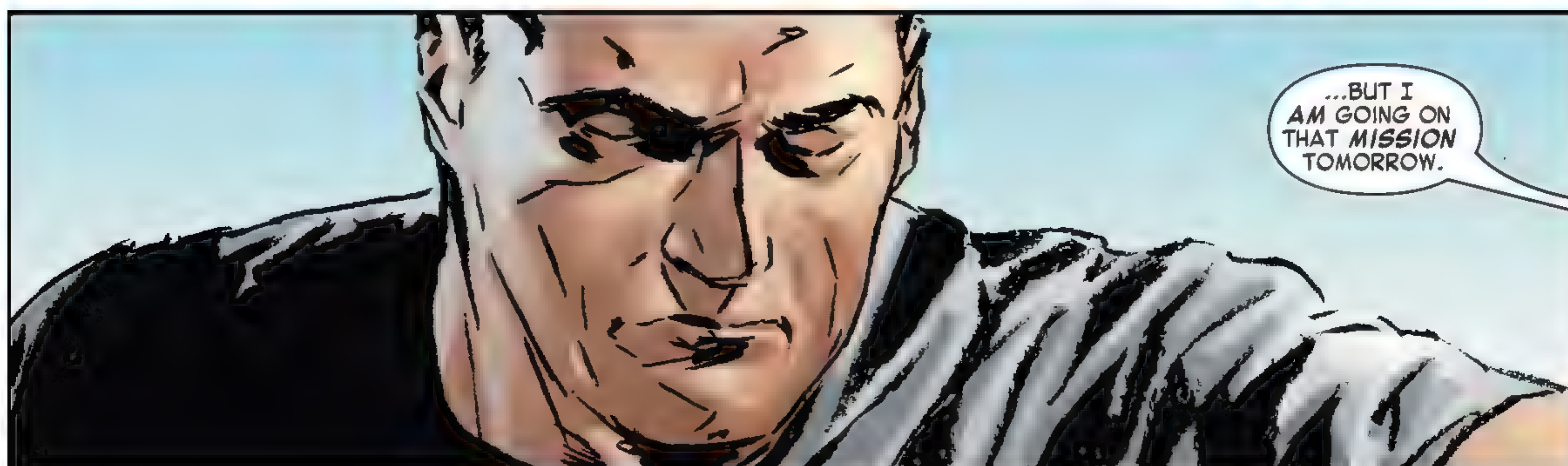


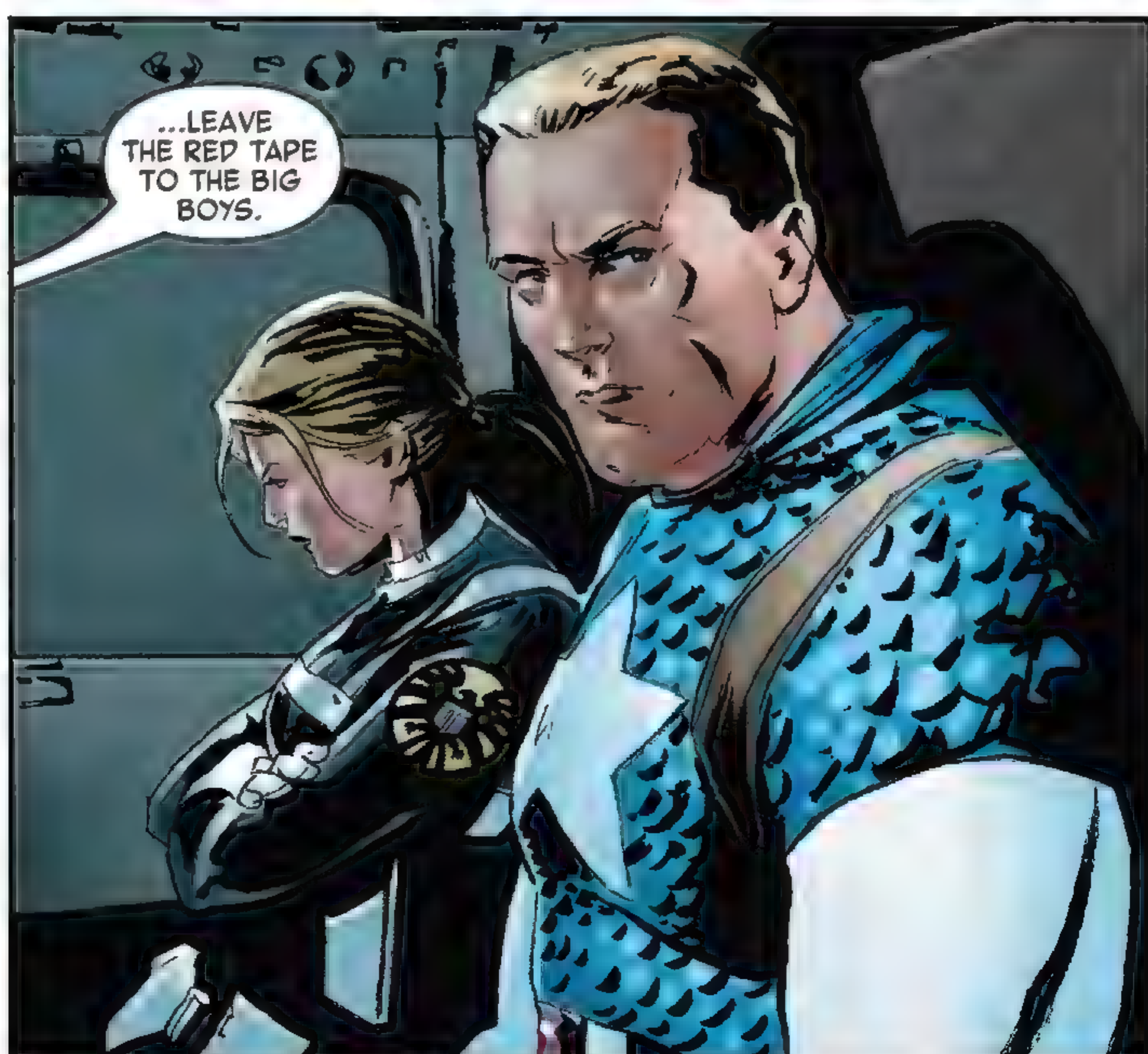
JUST ADMIT THAT YOU DON'T WANT ME ALONG BECAUSE YOU'RE SCARED...

OF WHAT?



THAT I'LL KILL HIM... BUCKY.



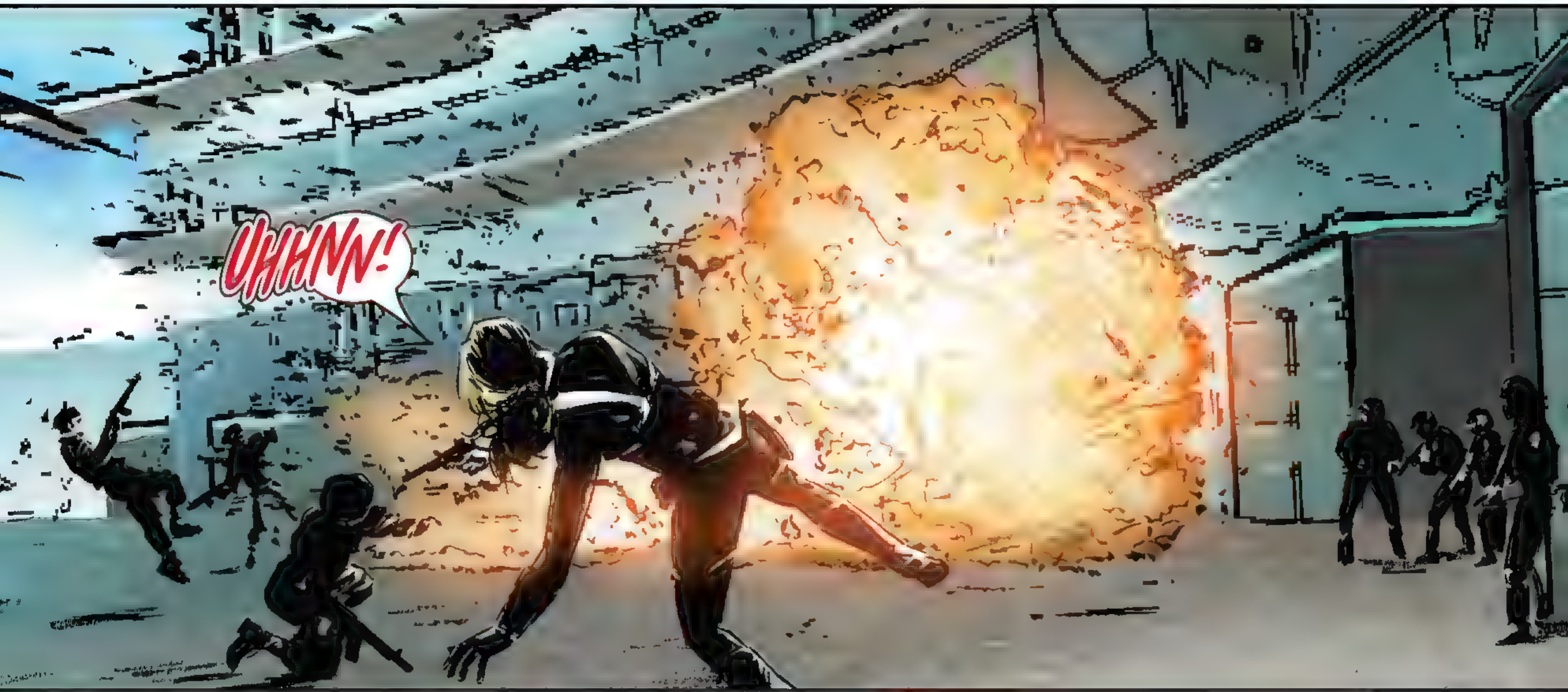














LET'S
HEAR IT, KIRKMAN...
GOOD NEWS ONLY
THIS TIME.

THAT'S
MOSTLY WHAT I'VE
GOT, SIR. ALARM WAS
NEUTRALIZED BEFORE
IT SOUNDED, AND ALL
SECURITY PERSONNEL
ARE ACCOUNTED
FOR.

NO
CASUALTIES, BUT
A FEW SERIOUS
WOUNDED.



DOES LUKIN
KNOW WE'RE
COMIN' OR
NOT?

ACCORDING TO THEIR SYSTEM,
THEY'RE IN A SOUNDPROOF
BOARDROOM ON THE 41ST
FLOOR, AWAY FROM THE
FRONT WINDOWS, BUT THEY
PROBABLY FELT THAT
EXPLOSION.

I'D GIVE
OUR ELEMENT
OF SURPRISE A
CONSERVATIVE
ESTIMATE
OF ONE MORE
MINUTE.



--UNDERSTAND ME?
WHERE IS LUKIN'S
ASSASSIN?

STEVE,
LEAVE HIM,
HE'S OUT
OF IT.



CAP?
YOU COMIN'?
WE DON'T
GOT A LOTTA
TIME HERE.



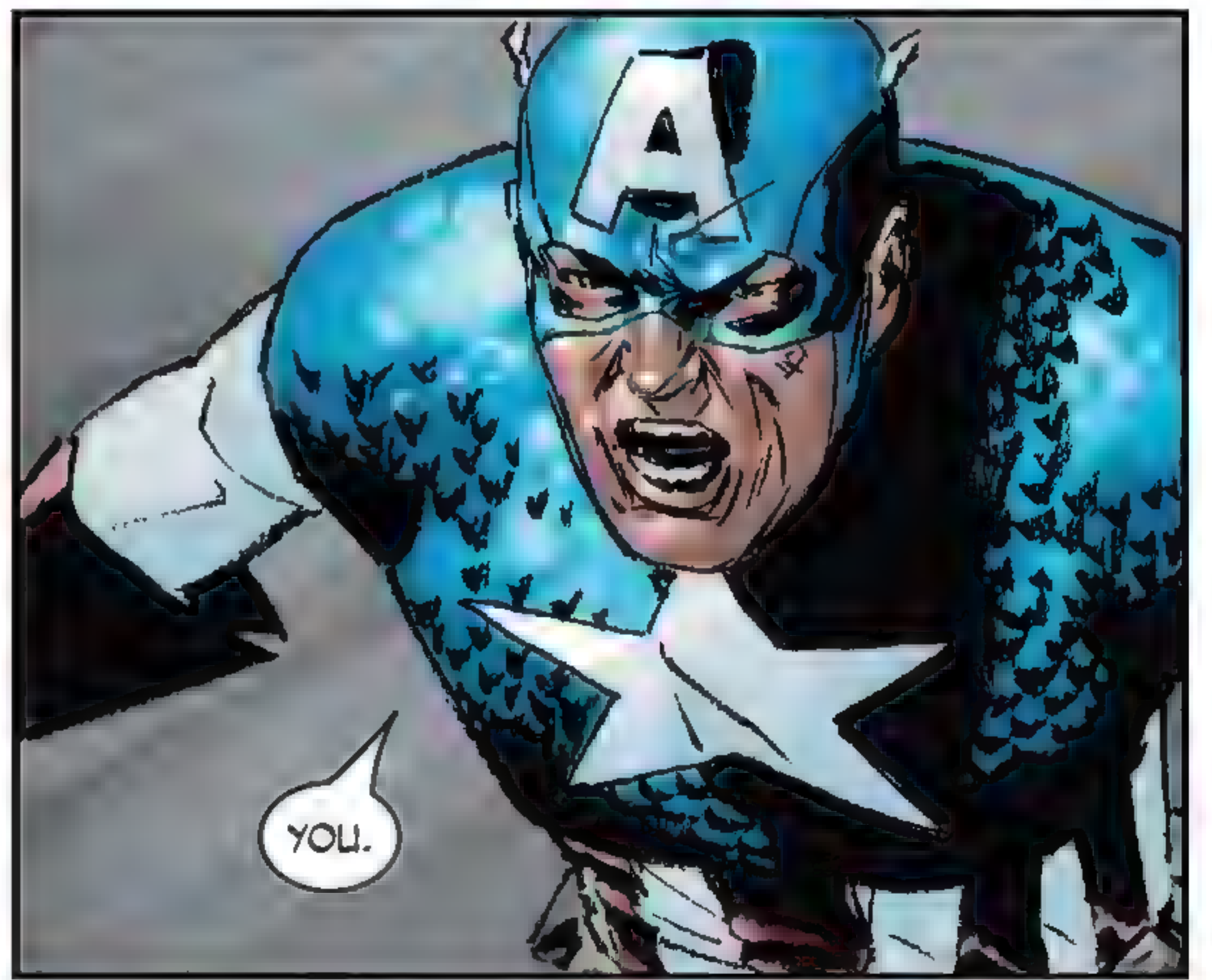
YEAH...I'M
COMING.



WE'LL FIND HIM,
STEVE...AFTER
WE GET LUKIN.

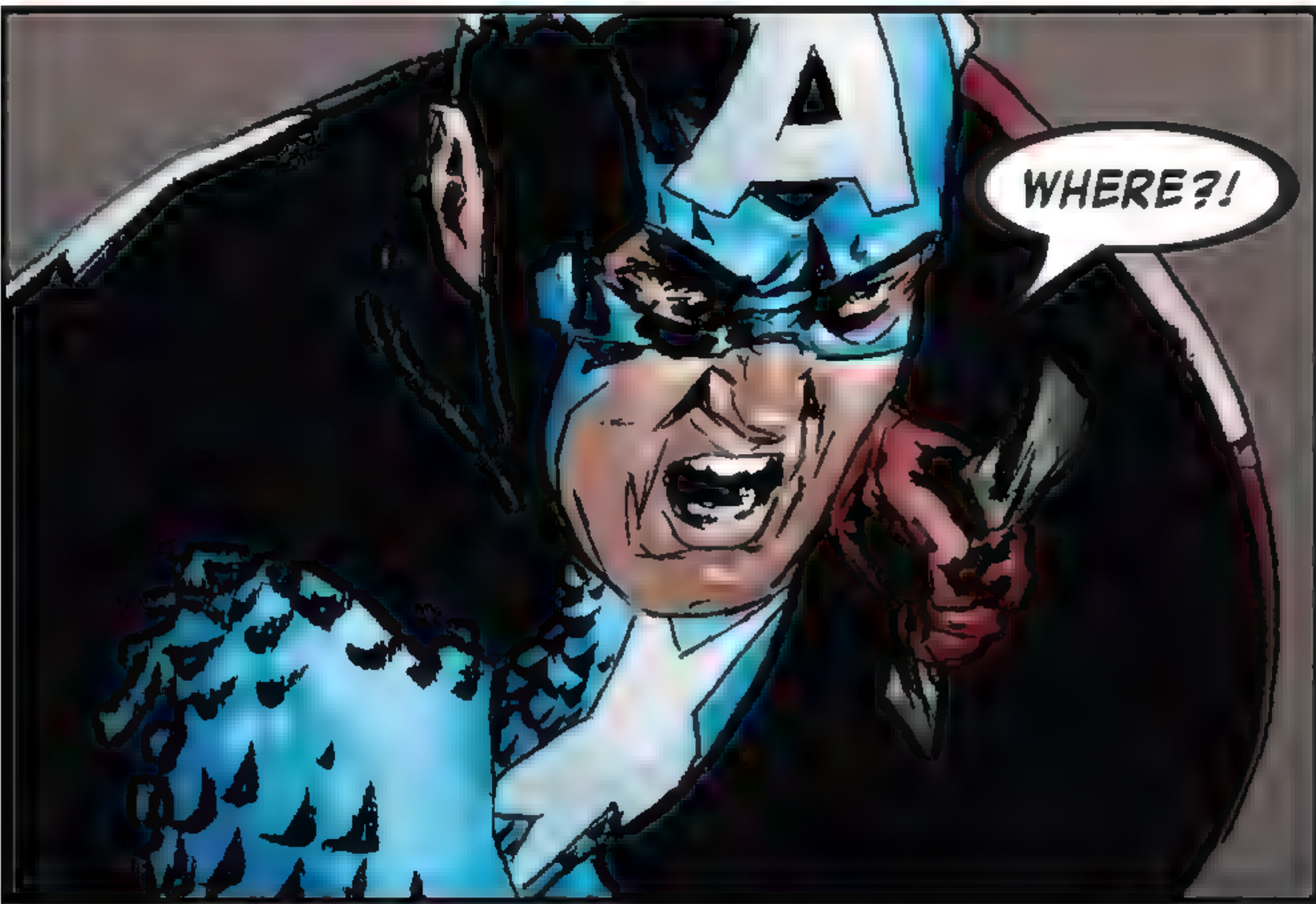
I KNOW.

I JUST WANT
ANSWERS.





WHERE IS HE?!



WHERE?!



...I'M SURE I ...DON'T KNOW...WHO YOU MEAN... CAPTAIN...



STAND DOWN, CAPTAIN! RIGHT NOW!

THAT IS A DIRECT ORDER!



AW, HELL... WHO IS THAT?

CHIEF OF STAFF TO THE VP... AND RIGHT NEXT TO HIM, ASSISTANT TO THE SECRETARY GENERAL OF THE U.N.

OH #24'9000!



I SAID, NOW, CAPTAIN!



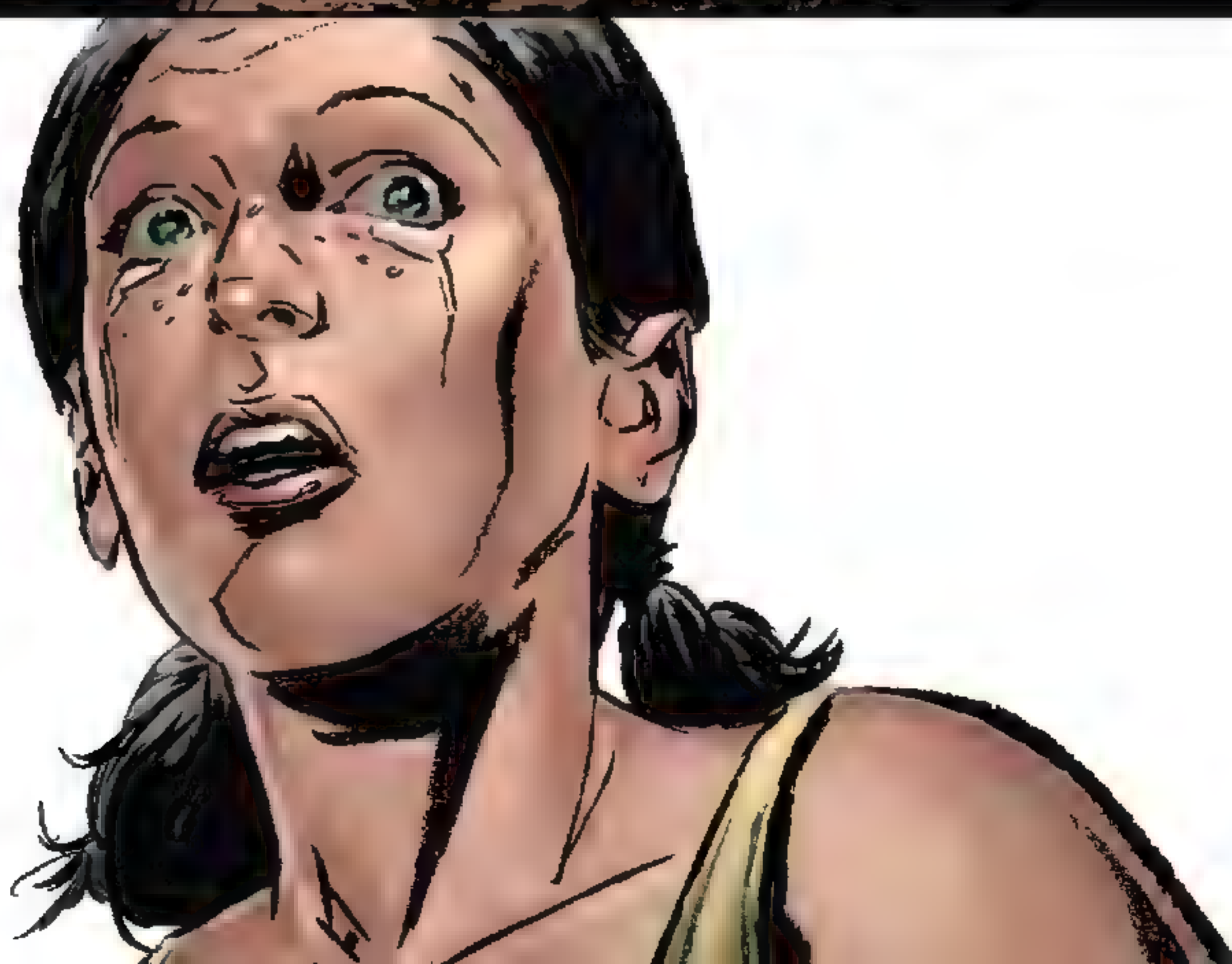








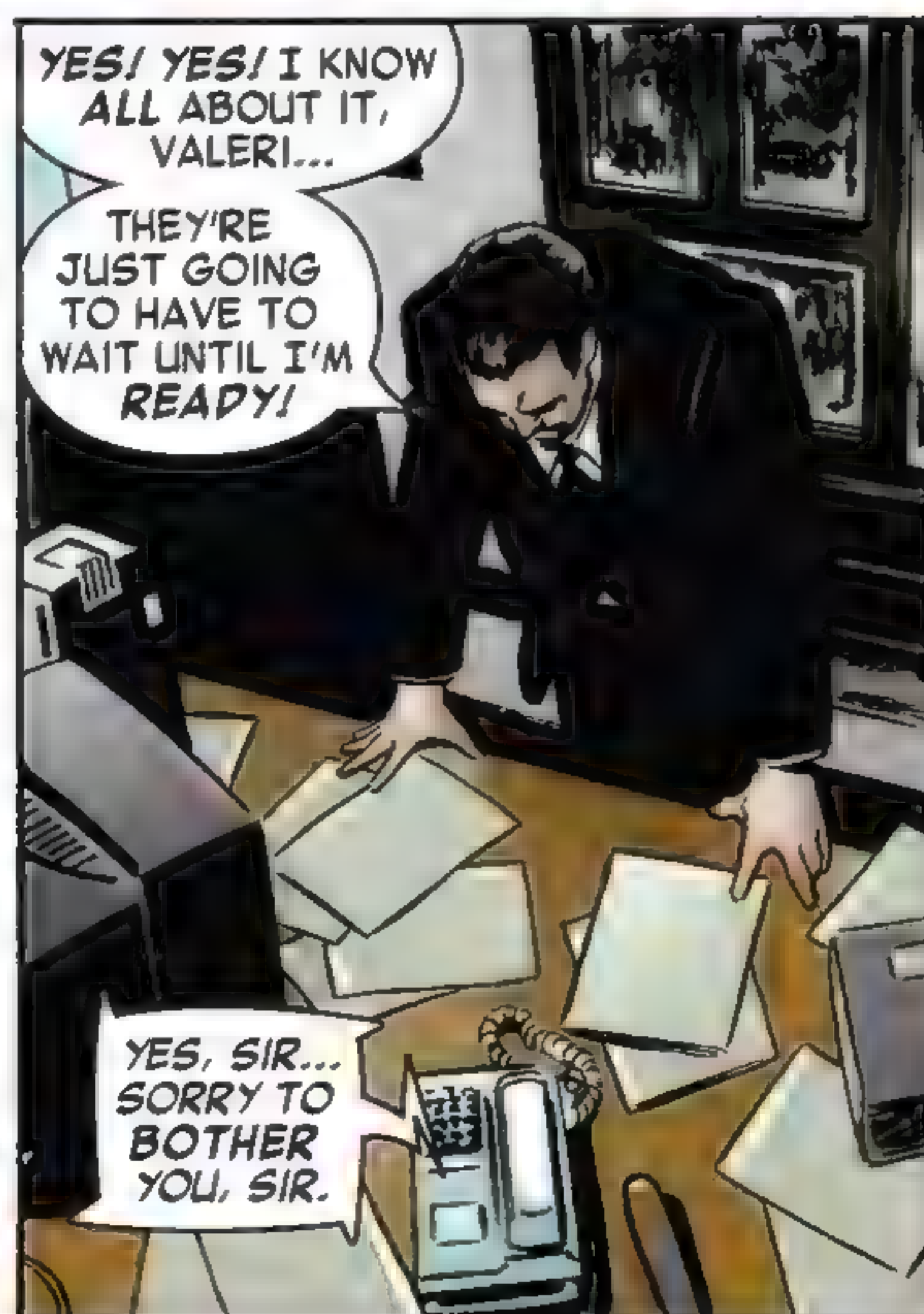
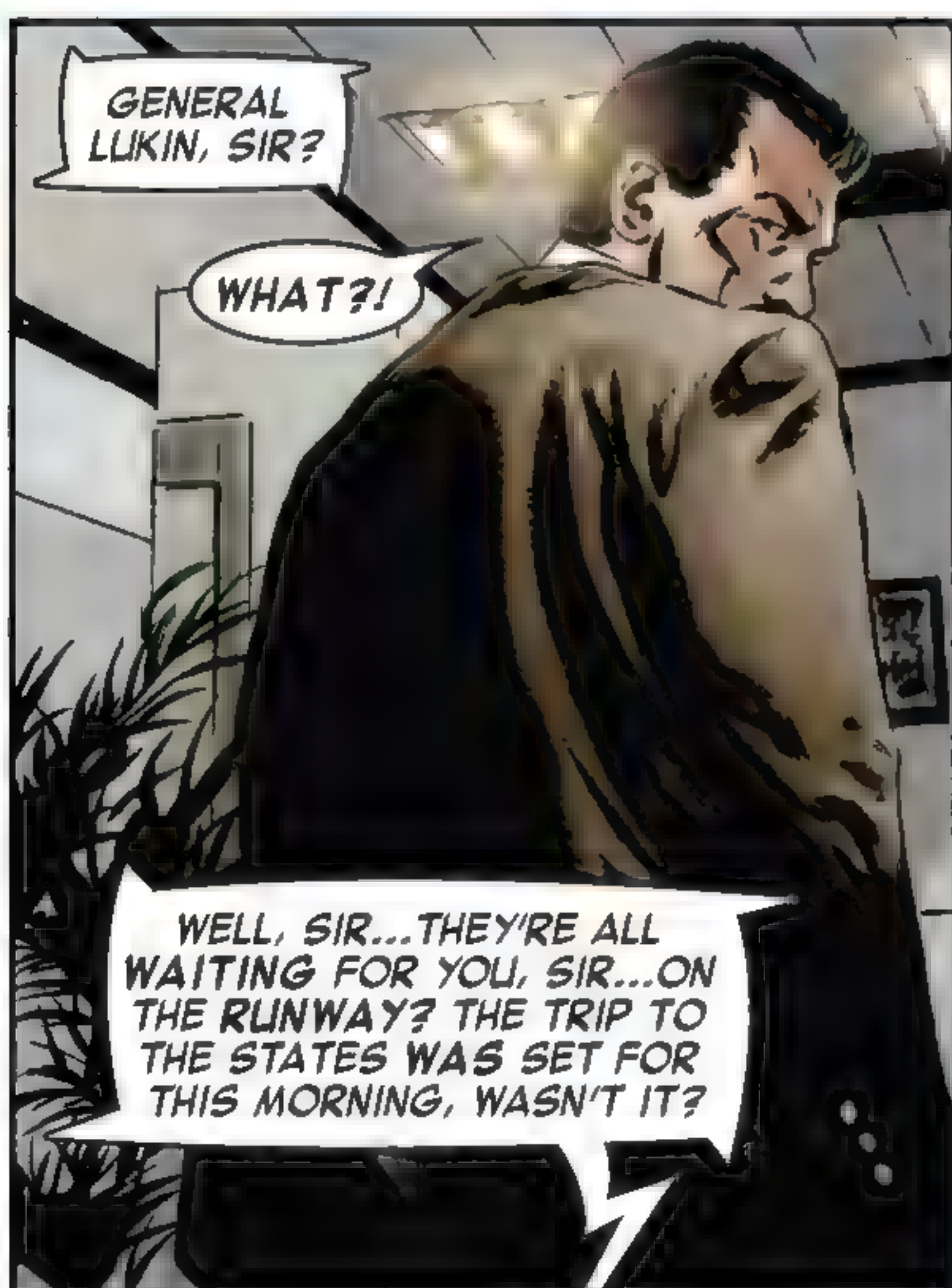
**Secure Government
Re-Education Facility—
Just outside Reno,
Nevada**



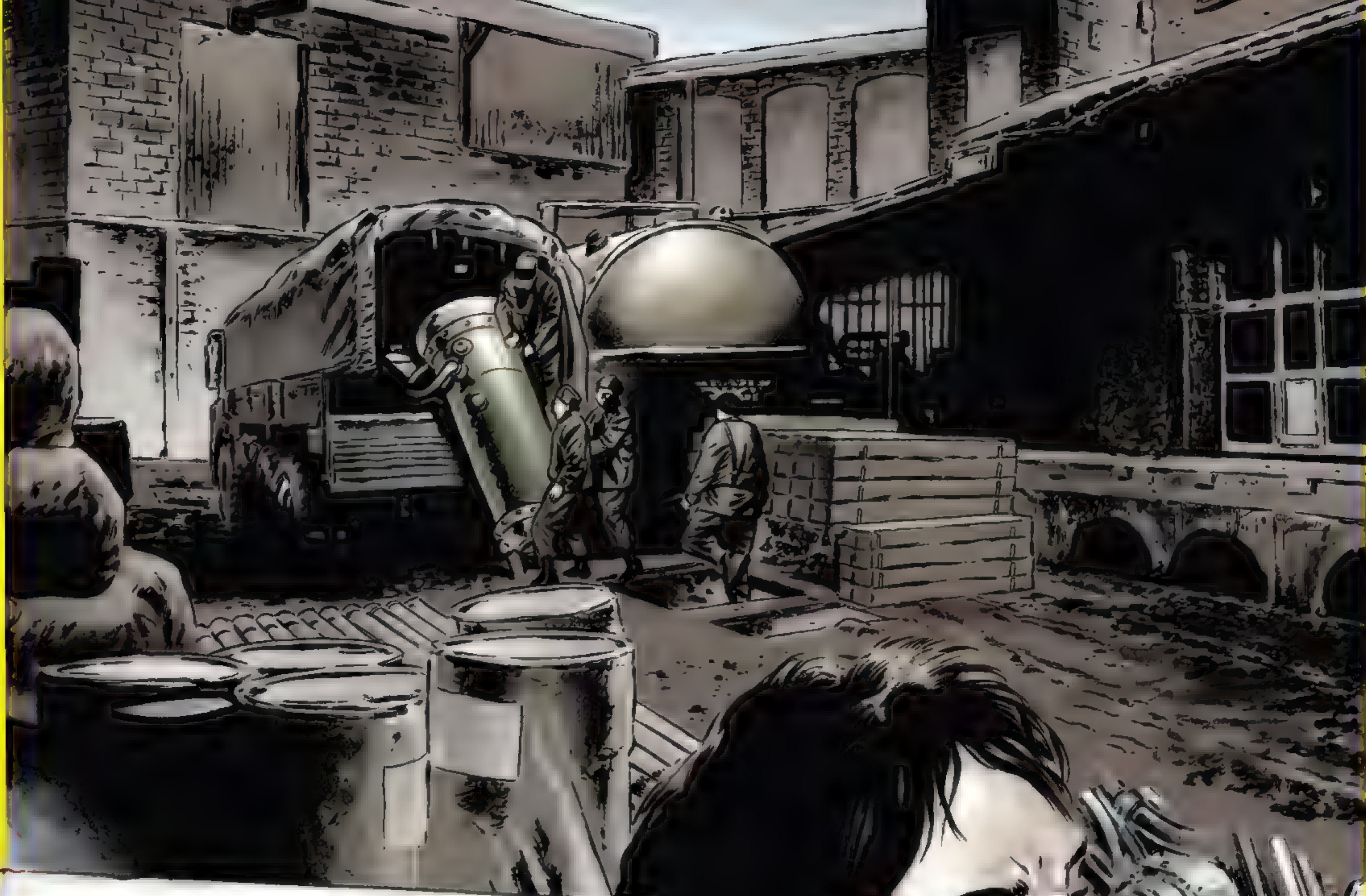
...THE
DAUGHTER
OF THE RED
SKULL.



CAPTAIN AMERICA #11
"THE WINTER SOLDIER PART 3"







Doctor's notes--
5 May 1945

Comrade Karpov's package arrived this morning, though whether we will be able to get anything useful from it is as yet unknown. The physician aboard Comrade Karpov's submarine has speculated that the subject's immersion in freezing water may have preserved him, as it prevented his wounds--consisting of several severe lacerations on the left side of his body and the loss of his left arm at the shoulder--from bleeding out. Since they had not the facilities to test this theory onboard, he was kept in cold storage until he could be transported to Moscow.

They have told me he was on a plane which exploded, but I doubt this. He must have leaped before the blast. From the appearance of his wounds, he was in close proximity to a small explosion, but perhaps twenty feet away, already falling to the water below.



Tomorrow we will begin the process of allowing the subject's body to regain its heat, in the hope that his blood will still be viable for testing. We are using an approach for this that one of our spies smuggled out of Hitler's most secret laboratories.

I have not personally witnessed it, but have read of cases where a body that is flash-frozen has been completely revived. The case of the mother and child in Stalingrad frozen in a snowbank along the road for two hours, for example.

I have little hope that will be the case here, but Comrade Karpov and his superiors are more interested in the analysis of his vital fluids than in his revivification.

Apparently Comrade Karpov once saw the subject in action, and believes it probable that he, like his partner Captain America, has the much-rumored Super-Soldier Formula flowing through—or rather, frozen inside—his veins.



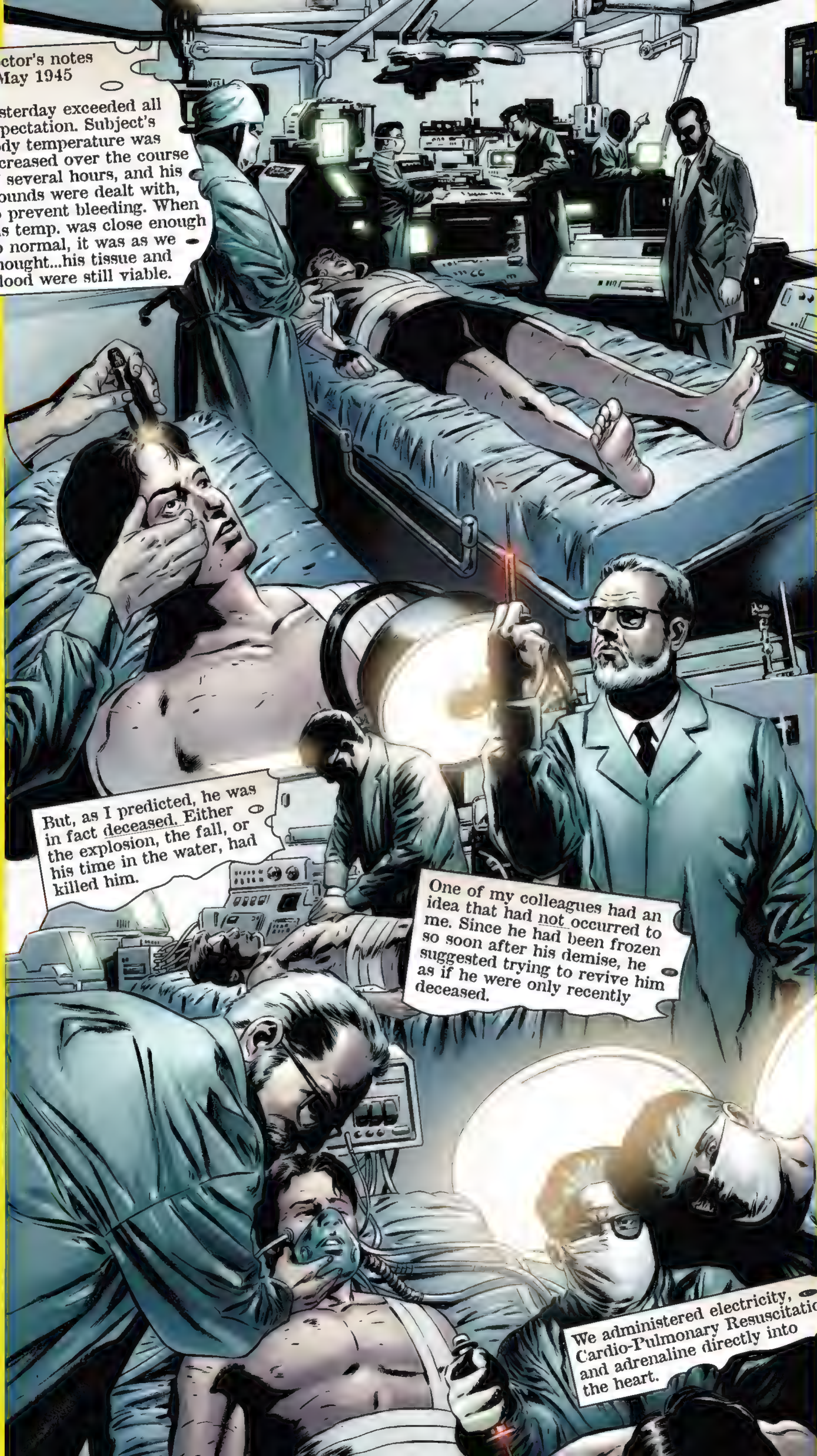
Doctor's notes
7 May 1945

Yesterday exceeded all expectation. Subject's body temperature was increased over the course of several hours, and his wounds were dealt with, to prevent bleeding. When his temp. was close enough to normal, it was as we thought...his tissue and blood were still viable.

But, as I predicted, he was in fact deceased. Either the explosion, the fall, or his time in the water, had killed him.

One of my colleagues had an idea that had not occurred to me. Since he had been frozen so soon after his demise, he suggested trying to revive him as if he were only recently deceased.

We administered electricity, Cardio-Pulmonary Resuscitation, and adrenaline directly into the heart.





And though I can still hardly believe it, the subject was brought back from death.

It is not exactly the miracle that I have previously read of, though, perhaps because of the time the subject was submerged in the icy waters, or perhaps because of the explosion that put him there.

But whatever the reason, though we now have a live subject, there appears to be considerable brain damage. The subject has no memory of his previous life.

What he does have, as he tragically demonstrated on two of our aides — remarkable with only one arm — are reflex memories.



He knows the things he did before; how to fight, particularly, how to speak four languages, including, thankfully, Russian, and many other things. But he has no idea how or why he knows these things.

He is nearly a blank slate, but an incredibly dangerous one. Thus, he is being sedated while further testing is completed.

Doctor's notes
21 May 1945

Two weeks of work, to no success. A battery of blood tests were run on the subject, but it appears he is nothing more than human. There is not a trace of any additive or "super" formula in his system.

After much discussion between our superiors and Comrade Karpov, it was decided that the subject is to be put back into stasis, for what purpose, I do not know.

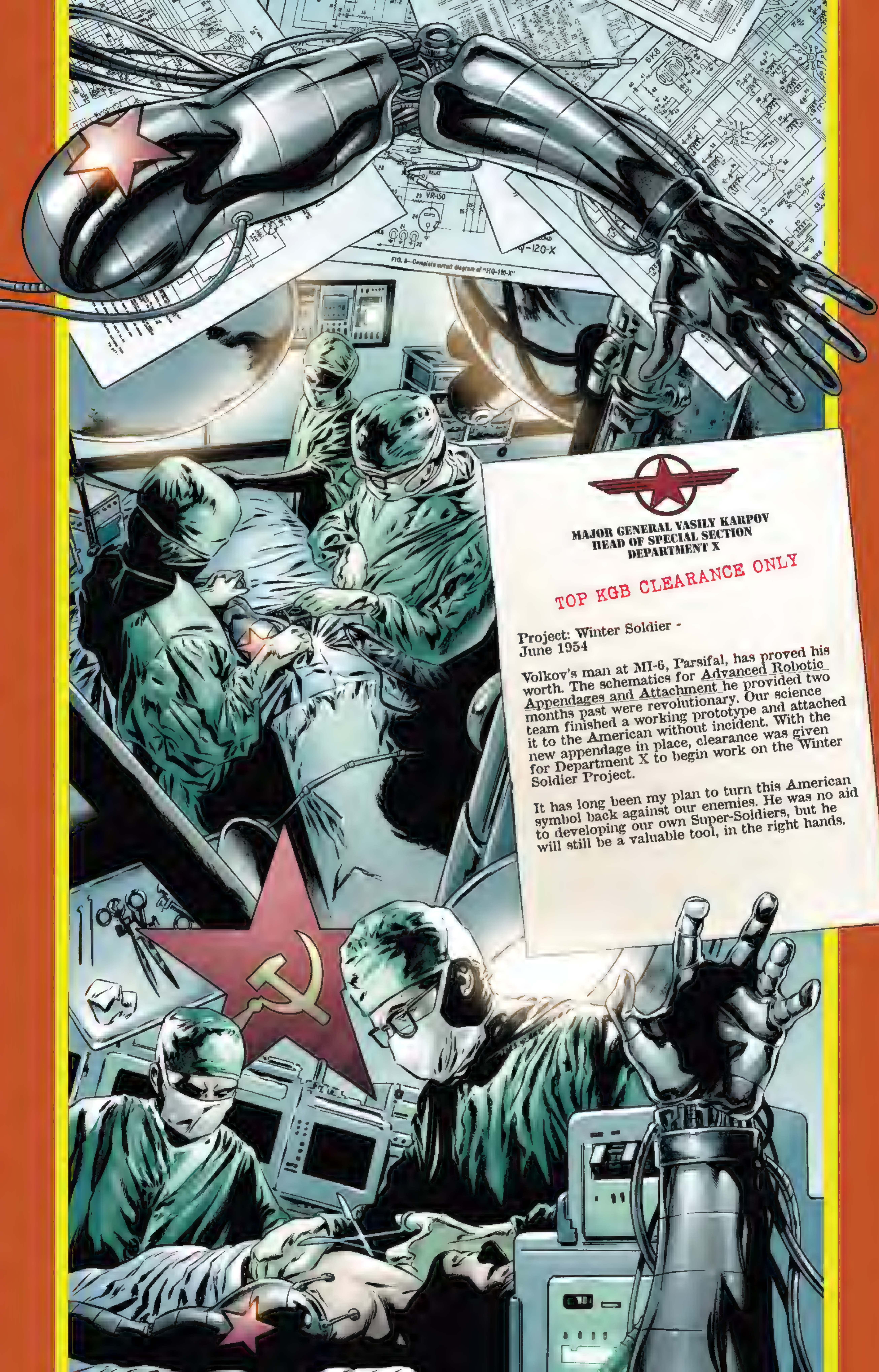


FIG. 5-Complete circuit diagram of "HQ-120-X"



MAJOR GENERAL VASILY KARPOV
HEAD OF SPECIAL SECTION
DEPARTMENT X

TOP KGB CLEARANCE ONLY

Project: Winter Soldier -
June 1954

Volkov's man at MI-6, Parsifal, has proved his worth. The schematics for Advanced Robotic Appendages and Attachment he provided two months past were revolutionary. Our science team finished a working prototype and attached it to the American without incident. With the new appendage in place, clearance was given for Department X to begin work on the Winter Soldier Project.

It has long been my plan to turn this American symbol back against our enemies. He was no aid to developing our own Super-Soldiers, but he will still be a valuable tool, in the right hands.



It was our own experiments in Mental Implantation during Sensory Deprivation that provided the breakthrough. And because of the American's memory loss, it was quite simple. We were able to reprogram the American's mind.

We gave him a purpose, and we made him loyal to no one but us.

Once that was accomplished, we had simply to train and prepare him for a field evaluation.

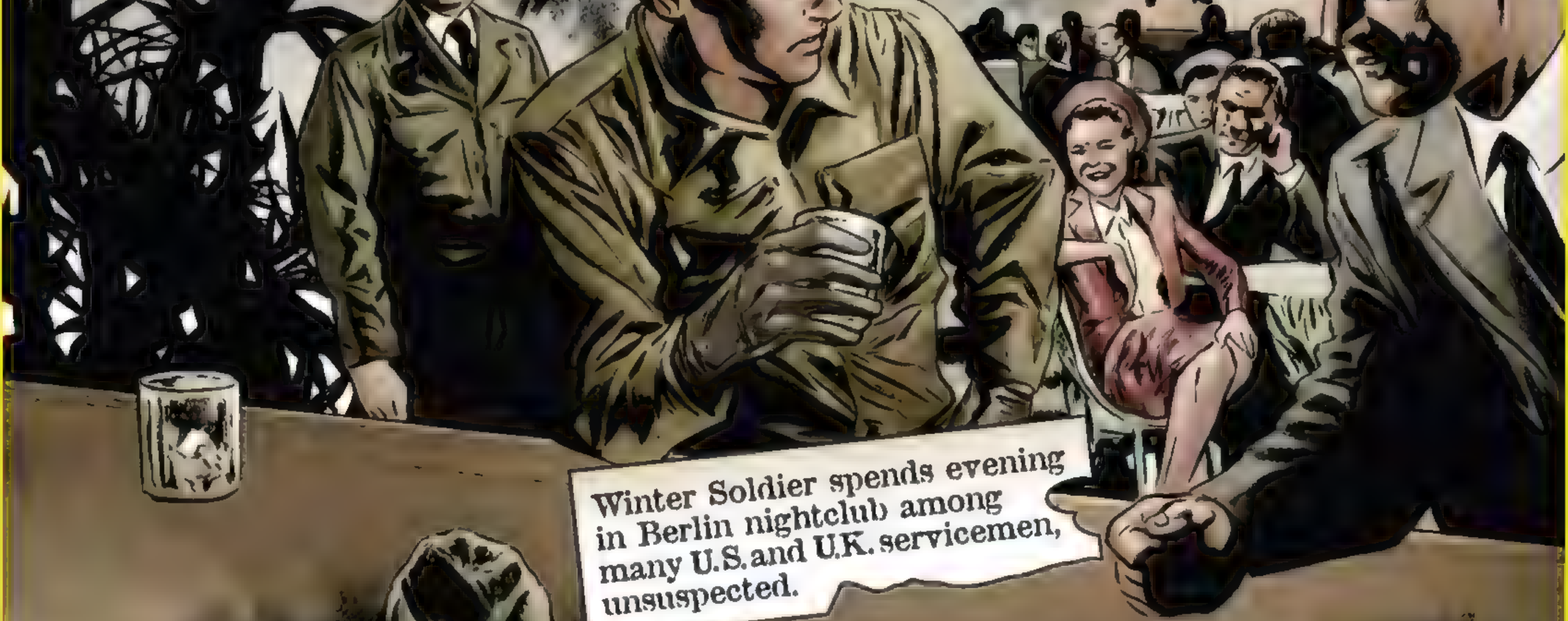
Hopes are high that he will be a successful operative. I believe, because he walks and talks just like them, because he exudes "America" with his every breath, that the enemy will never see him coming.



Report--
Codename: Winter Soldier--
Field Test, 5 November 1954

All objectives achieved.
Codename: Winter Soldier
encounters no difficulty
on mission.

As predicted, Americans
and allies mistake him
for one of their own.
Allow him unimpeded
entrance into West
Berlin.



Winter Soldier spends evening
in Berlin nightclub among
many U.S. and U.K. servicemen,
unsuspected.



Jeep overturns at 02:45 killing
three soldiers en route to base
from nightclub. Crash not investigated.
Assumed drunken roadway accident.



On mission completion,
Codename: Winter Soldier
crosses border, returns to
handlers without incident.
Future assignments
under evaluation.



WINTER SOLDIER-
MISSION REPORT.
Cairo, 11 January 1955.

Objective: United Nations
Diplomatic Negotiation Team.
All targets eliminated without
incident. Fire reported
as accident.

WINTER SOLDIER-
MISSION REPORT.

West Berlin, 14 May 1955.
Objective: NATO General
James Keller. Target
eliminated with prejudice.

WINTER SOLDIER-
MISSION REPORT.

Madripoor, 1 January 1956.

Objective: British Ambassador
Dalton Graines. Target eliminated,
along with acceptable collateral
damage. Madripoor authorities
have no leads.

Winter Soldier. Mission Report.
Algeria, 1 April 1956.

Objective: French Defense Minister
Jacques Dupuy. Target eliminated
with prejudice. Algerian Nationalist
Movement implicated.

Winter Soldier.
Mission Report.
Paris, 12 May 1956.

Objective: Algerian
Peace Conference Envoy.
All targets eliminated.

Winter Soldier. Mission Report.
Mexico City, 17 February 1957.

Objective: United States Colonel
Jefferson Hart. Target eliminated
with prejudice.



Project: Winter Soldier.
Scientific analysis. 7 June 1957.

A comprehensive mental evaluation of Codename: Winter Soldier was conducted over the course of the past week. Diagnoses are varied, but most in Dept. X Science Team believe that his mental state is becoming unstable. In the three years since he was awakened from stasis, it appears his mind is seeking to fill in the holes in his memory, or possibly rebelling against the implanted programming he received originally. The subject has recently begun to exhibit more than usual curiosity, even to the point of questioning orders from superiors, and once in the past month, he attacked a fellow operative, nearly killing him. On interrogation, he could not explain his actions.

One theory is that just as he has reflex-memories, which allow him to be such an effective operative, he may also have a deeply buried sense of who he was, or at least of what kind of person he was. As such, this deeply buried idea may be causing him mental stress and triggering turmoil in his thoughts. Another theory, which is more disturbing, is that he may actually be remembering his previous life, though in small pieces only. It is therefore our recommendation that Codename: Winter Soldier be kept in stasis between missions, and that he undergo Mental Implantation at every awakening. We believe this will correct his instability issues, so he can continue to be of use to Department X.





Incident Report.
12 March 1973 re:
Codename: Winter Soldier

I regret to report that after more than fifteen years of selective use around the world, all to great success, last month's Winter Soldier mission into the United States did not go as planned.

The target, Senator Harry Baxtor, was eliminated, and the death was made to appear accidental. But after that, something went wrong.

Codename: Winter Soldier failed to appear at his extraction point.

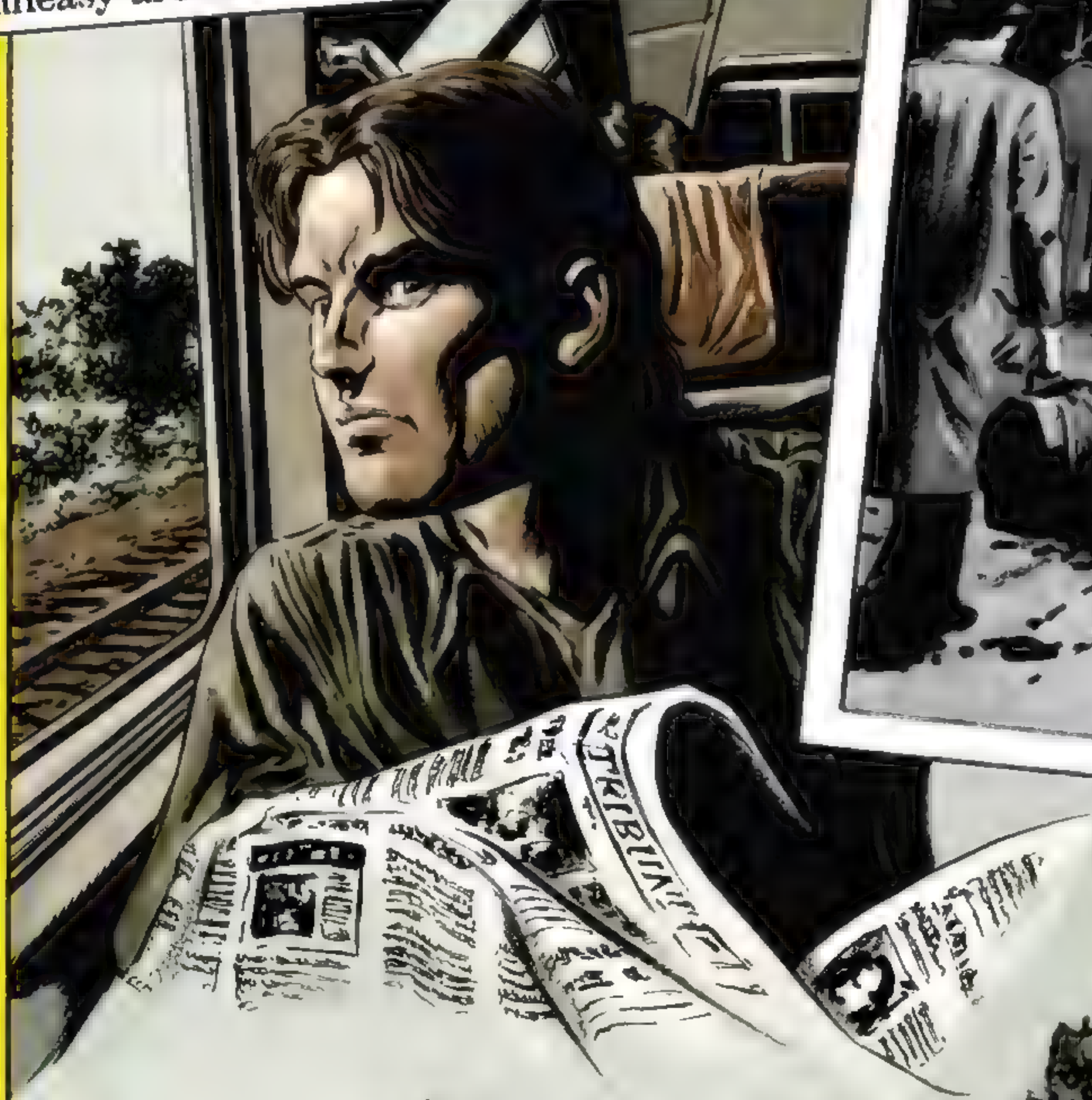
His handlers waited, and listened in to police transmissions, but he did not arrive, and the local authorities reported nothing that implied he'd been apprehended.



Following protocol, our agents in the U.S. began a wide search for Winter Soldier. All extremes were taken to recover this valuable asset, including several sleeper-agents breaking cover.

Through that considerable effort, we were able to track some of his movements. Security camera footage showed him in civilian garb at the Dallas train station, boarding a train to Chicago.

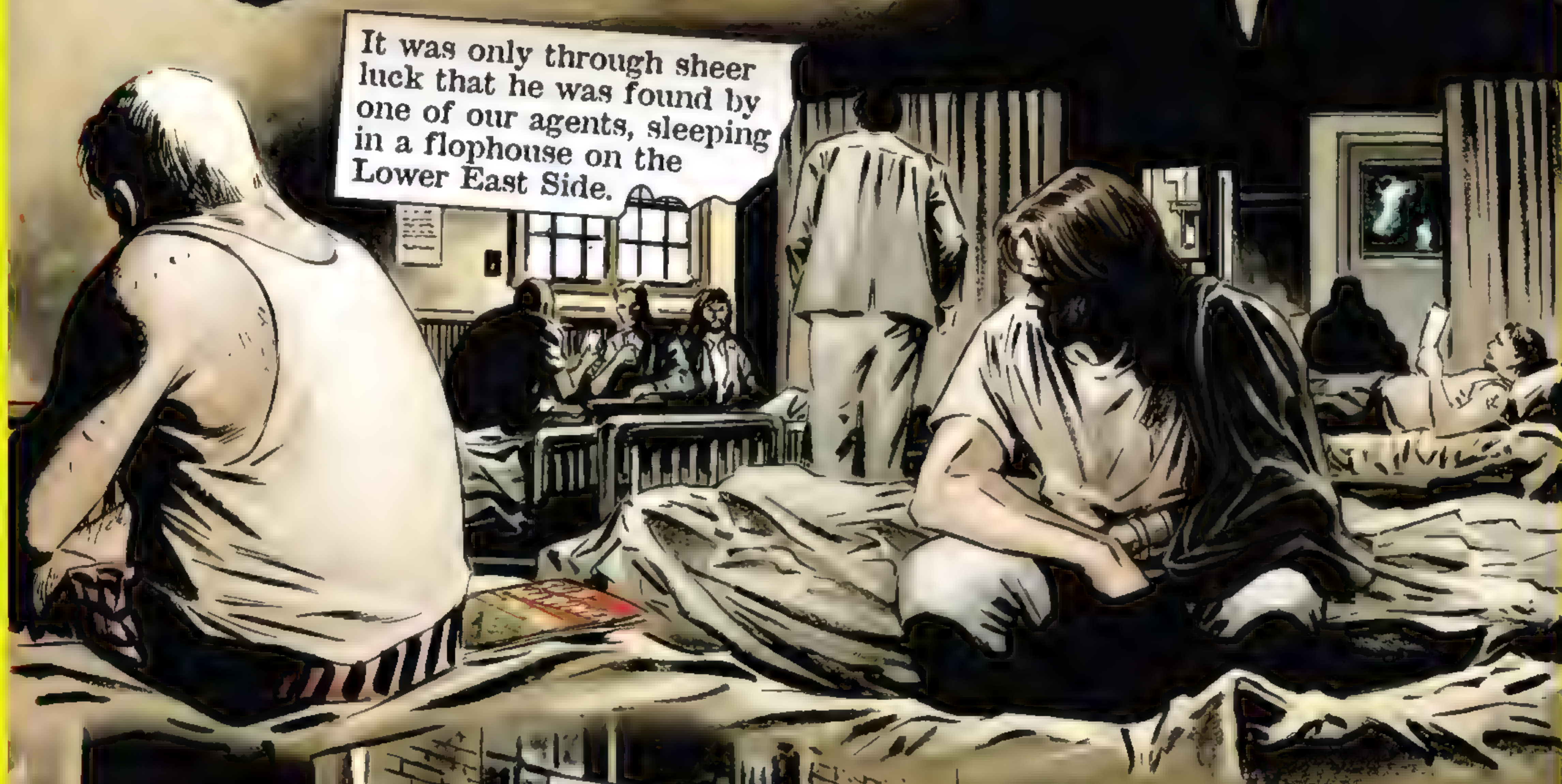
Interrogation of several passengers onboard the train left the impression that Winter Soldier was confused while onboard. He was apparently confused about what year it was, and appeared uneasy around the other passengers.



In Chicago, he was seen boarding a bus for New York City.



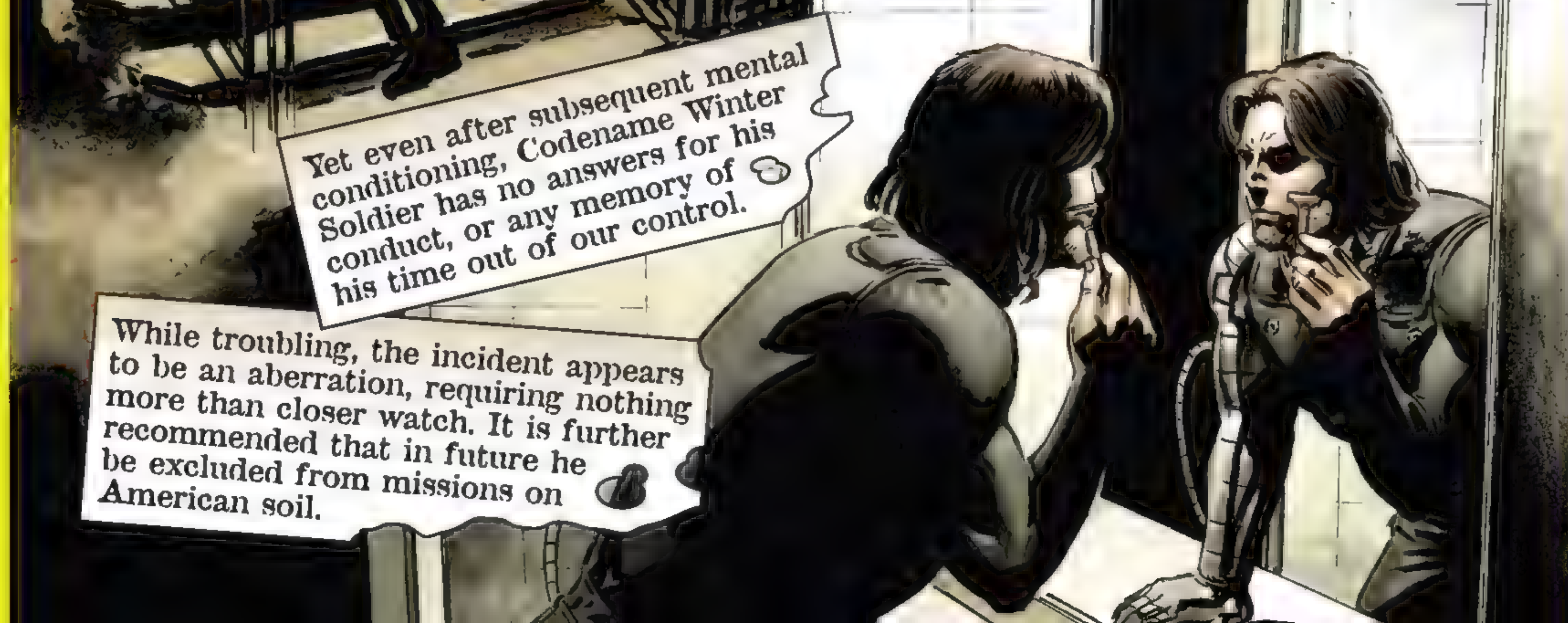
His movements in New York are unknown to us, but for two weeks he was completely off the grid.



It was only through sheer luck that he was found by one of our agents, sleeping in a flophouse on the Lower East Side.



It took several of our agents, in the garb of New York policemen, to take him into custody.



Yet even after subsequent mental conditioning, Codename Winter Soldier has no answers for his conduct, or any memory of his time out of our control.

While troubling, the incident appears to be an aberration, requiring nothing more than closer watch. It is further recommended that in future he be excluded from missions on American soil.



From the Personal Journal of Major General Vasily Karpov--
September 1983

Against advice, I have taken Codename: Winter Soldier to the Middle East as my personal bodyguard. I am getting old and I know there are only a few years left for me, so I wish to spend them watching this twisted creature defend my life.

I almost feel sorry for him, as he tenses up whenever anyone approaches, ready to dive in front of a bullet for me.

It will never make up for what he and his people did to me in the war, how they shamed me in front of my own men, but even after all these years, it still makes me smile to see Captain America's partner serving Mother Russia.

Let us see what kind of damage he can do to his country's efforts in the Middle East. These next few years should be amusing. I am glad that Yuri transferred me. To hell with him.

**Project Winter Soldier--
Final Orders.
4 August 1988**

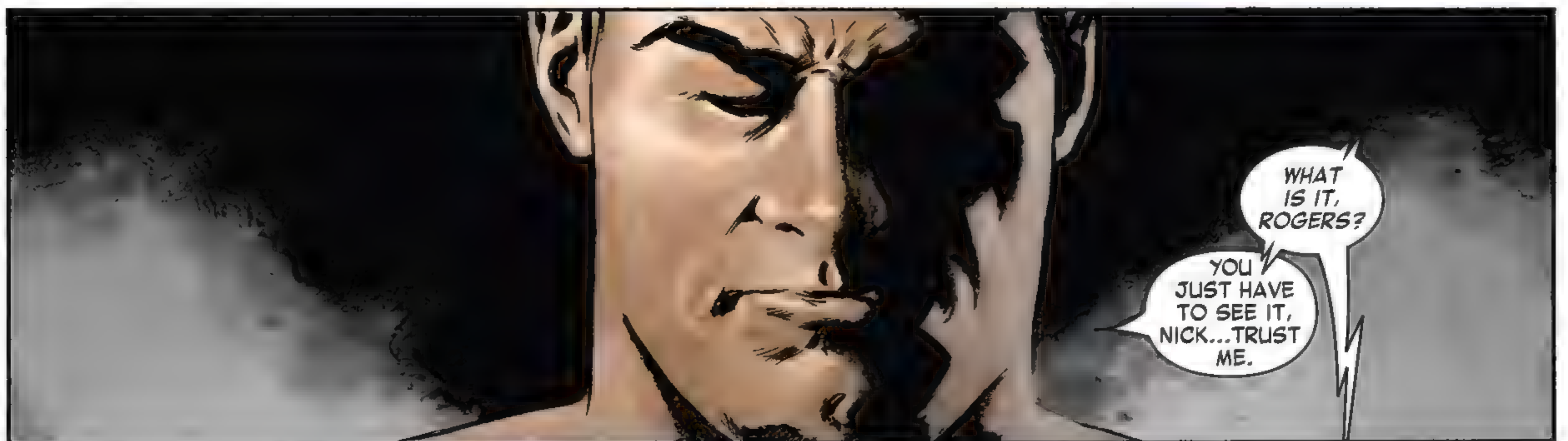
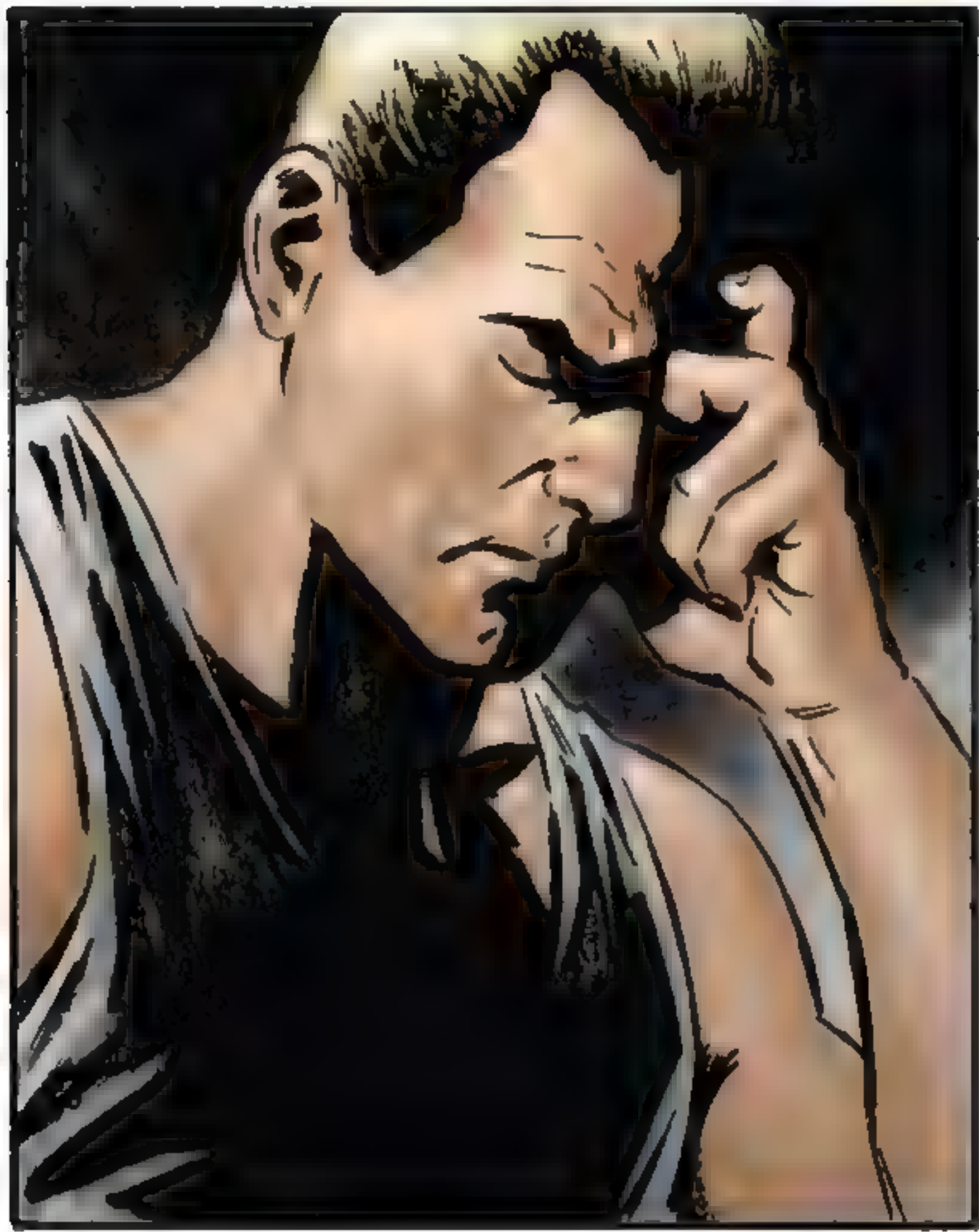
In accordance with Major General Karpov's final orders before his death, Project Winter Soldier has been decommissioned.

Codename:
Winter Soldier has been placed back into stasis after his years in the Middle East alongside the Major General.

No incidents were reported by the Major General during this time, but it is recommended that if Codename: Winter Soldier is revived from stasis in future, thorough mental re-implantation be done to assure control of the operative.

Codename:
Winter Soldier will be stored at an undisclosed location, along with much of Department X's abandoned experiments.







--AS AMERICA'S SUPER-SOLDIER, CAPTAIN AMERICA, WITH HIS SURE-SHOOTIN' PARTNER, BUCKY, KEEPS THE KRAUTS ON THE RUN!

SO TAKE THAT, HITLER!



HA! LISTEN TO THAT CROWD, STEVE, THEY LOVE US.

WE SHOULD PUT ON OUR MASKS AND GIVE THEM A REAL THRILL.

EASY, BUCKY. THAT'S NOT WHAT IT'S ABOUT...WE LOST A LOT OF GOOD MEN THAT DAY, REMEMBER THAT.



OF COURSE I
REMEMBER, STEVE...
CRIMINEY.

I HELD
THAT POOR
KID'S HAND
WHILE HE BLEED
OUT ON THAT
FIELD.



YOU DON'T SEE THAT ON A
NEWSREEL, THOUGH, DO YOU?
NO ONE'S CHEERING FOR
THAT POOR KID FROM
IDAHO.



CRIPES...
TORO WAS
RIGHT ABOUT
YOU.

WHAT?
WHAT'D TORO
SAY?

YOU'RE TOO SERIOUS.
WE GET A WEEK'S LEAVE,
GET TO GO HOME FOR
A CHANGE...AND YOU'RE
BRINGING THE WAR
HOME WITH US.

YOU
GOTTA
LEARN HOW
TO RELAX,
PAL.

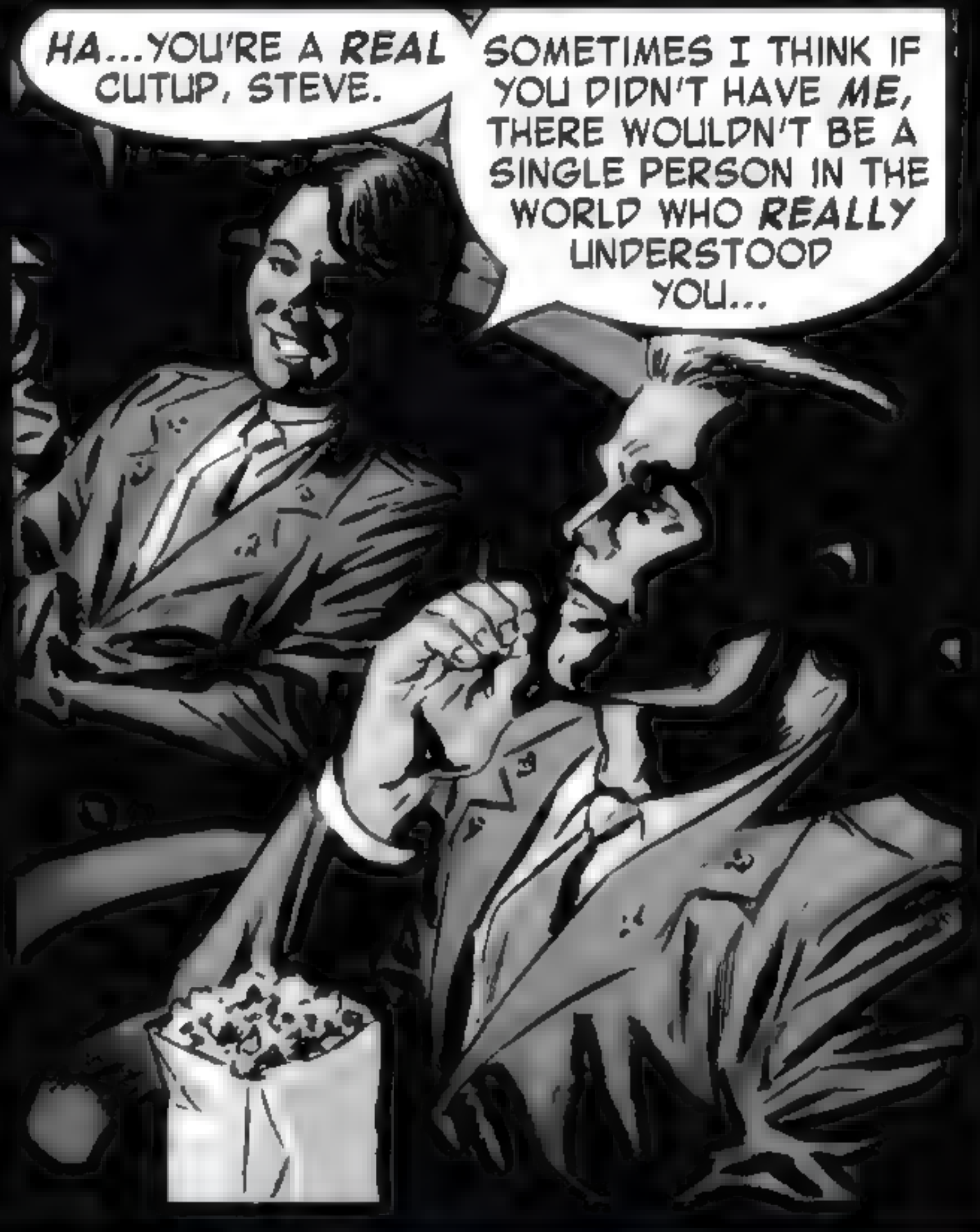


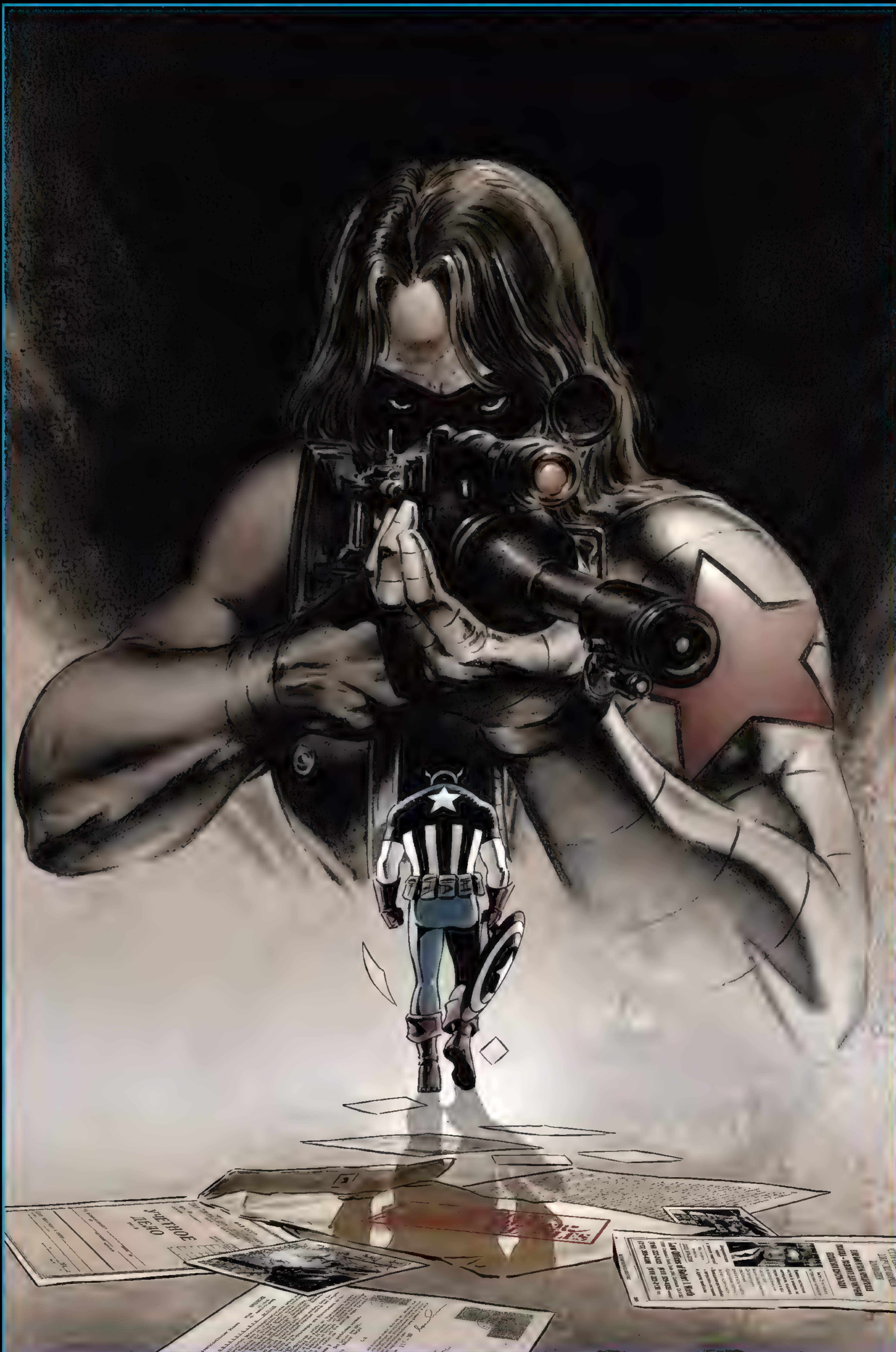
I SEE...
AND TORO
SAID ALL THIS,
DID HE?



HA...YOU'RE A REAL
CUTUP, STEVE.

SOMETIMES I THINK IF
YOU DIDN'T HAVE ME,
THERE WOULDN'T BE A
SINGLE PERSON IN THE
WORLD WHO REALLY
UNDERSTOOD
YOU...





CAPTAIN AMERICA #12
"THE WINTER SOLDIER PART 4"



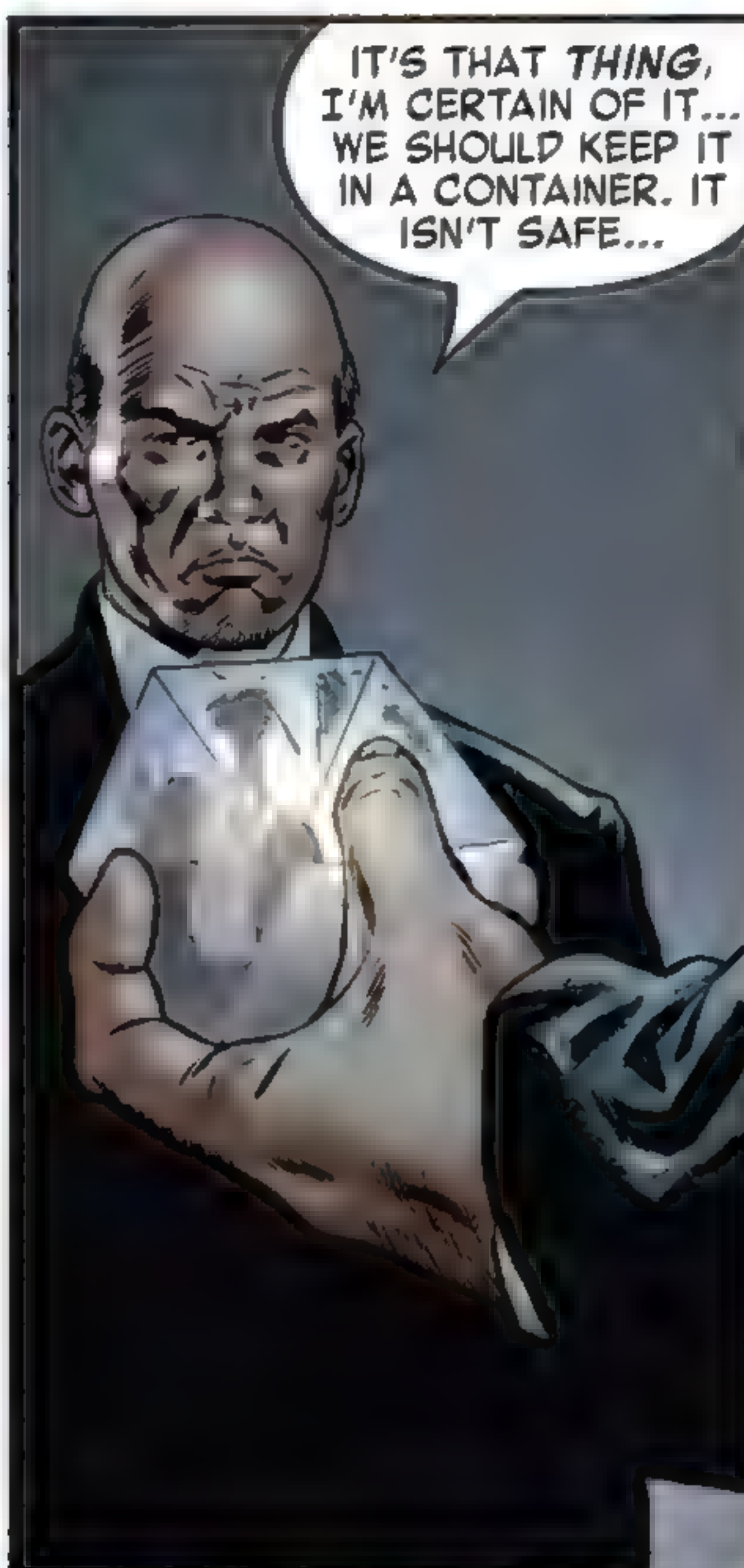
New York City

THEY'RE ALL HERE, ALEK. ARE YOU READY?



OF COURSE, LEON... AND GET THAT **WORRIED TONE** OUT OF YOUR VOICE.

I'M SORRY, BUT WE HAVE THE CEOs OF THE WORLD'S MOST POWERFUL COMPANIES WAITING... AND YOUR BEHAVIOR HAS BEEN **ERRATIC** LATELY.



IT'S THAT **THING**, I'M CERTAIN OF IT... WE SHOULD KEEP IT IN A CONTAINER. IT ISN'T SAFE...



LEON, YOU ARE MY OLDEST FRIEND, BUT IF YOU SPEAK LIKE THIS IN THE MEETING, I **WILL** KILL YOU.

THAT'S A PROMISE.



GENTLEMEN... WELCOME TO THE AMERICAN OFFICES OF THE KRONAS CORPORATION.

IF WE HAVEN'T MET PREVIOUSLY, I AM ALEKSANDER LUKIN...



...AND **THIS** IS THE OBJECT YOU HAVE COME TO SEE.

SHALL WE OPEN BIDDING AT ONE HUNDRED BILLION DOLLARS?





WELL, LET'S
SEE WHAT MY
TECHS'VE GOT TO
SAY ABOUT ITS
AUTHENTICITY...

I'M
ASSUMING YOU
DON'T MIND IF I
TAKE IT?



IT CAN'T
GET OUT OF
MY HOME FAST
ENOUGH,
NICK.



YEAH, THIS
IS...REALLY
MESSED
UP.

IT'S A
NIGHTMARE.

AND IT
MATCHES UP
WITH EVERYTHING
ELSE WE KNOW
ABOUT THE WINTER
SOLDIER...



WHICH IS THE
ONLY THING THAT'S
STOPPING ME
FROM TEARING IT
TO PIECES.

BECAUSE
YOU THINK
IT'S THE REAL
THING?



I DON'T
WANT TO...
BUT...



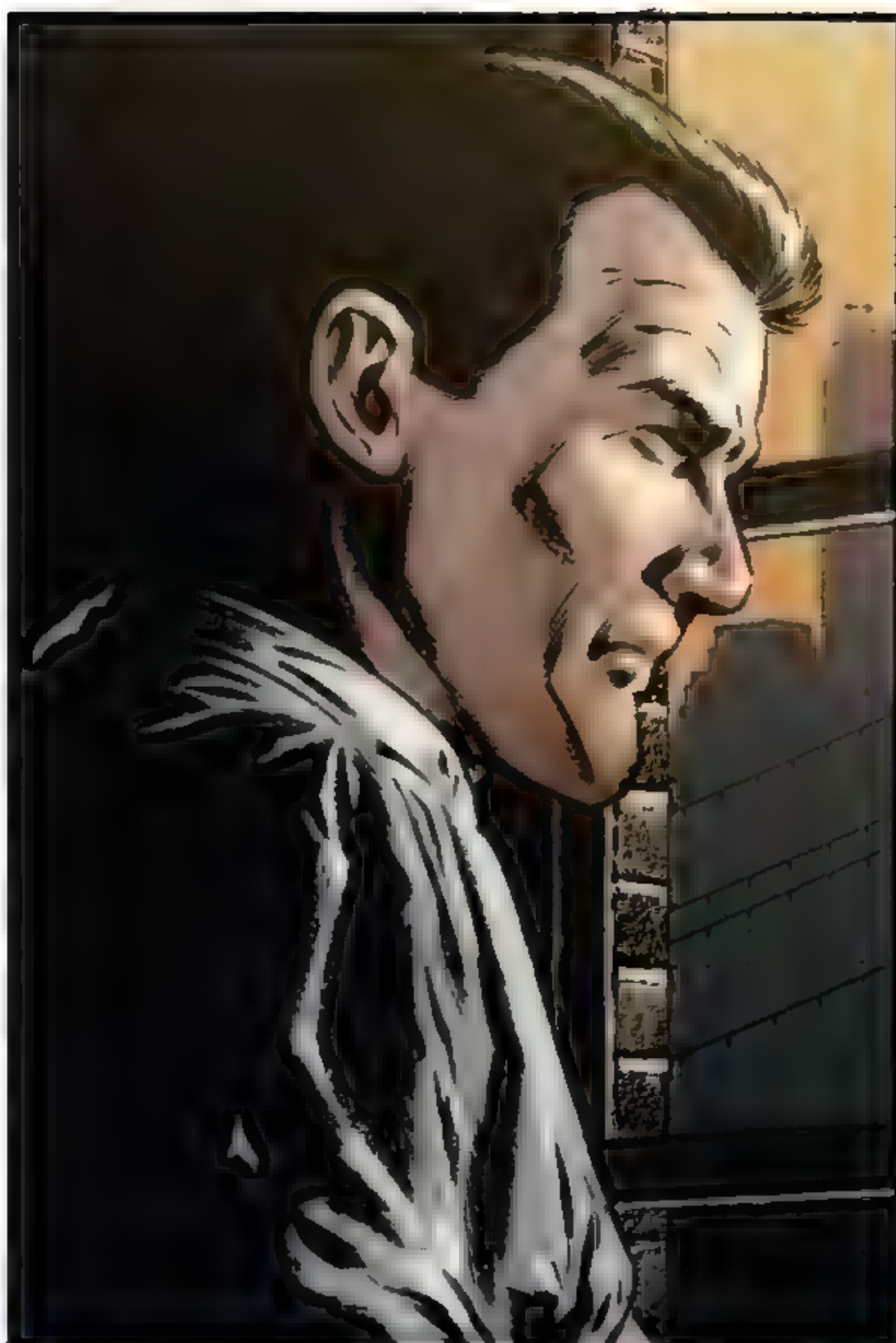
YOU REALIZE
WHAT THIS
MEANS, IF IT'S
LEGIT?

WHAT?



THAT IT'S NOT **REALLY** BUCKY...

IT'S JUST WHATEVER WAS LEFT OF HIM THAT THEY COULD **MANIPULATE** FOR THEIR OWN **ENDS**.



IS THAT SUPPOSED TO MAKE ME FEEL BETTER?



WELL, IT **DOESN'T**... AND YOU SHOULD READ THAT FILE **CLOSER**, SHARON.



YEAH.

HE KEPT TURNING AGAINST THEM, AND HE **DISAPPEARED** WHEN THEY SENT HIM TO AMERICA.



THERE'S SOME PART OF HIM, OF WHO HE IS, STILL **TRAPPED** INSIDE...

SOMEWHERE INSIDE THAT **THING** THEY TURNED HIM INTO, IS WHATEVER'S LEFT OF BUCKY BARNES' **HUMANITY**.



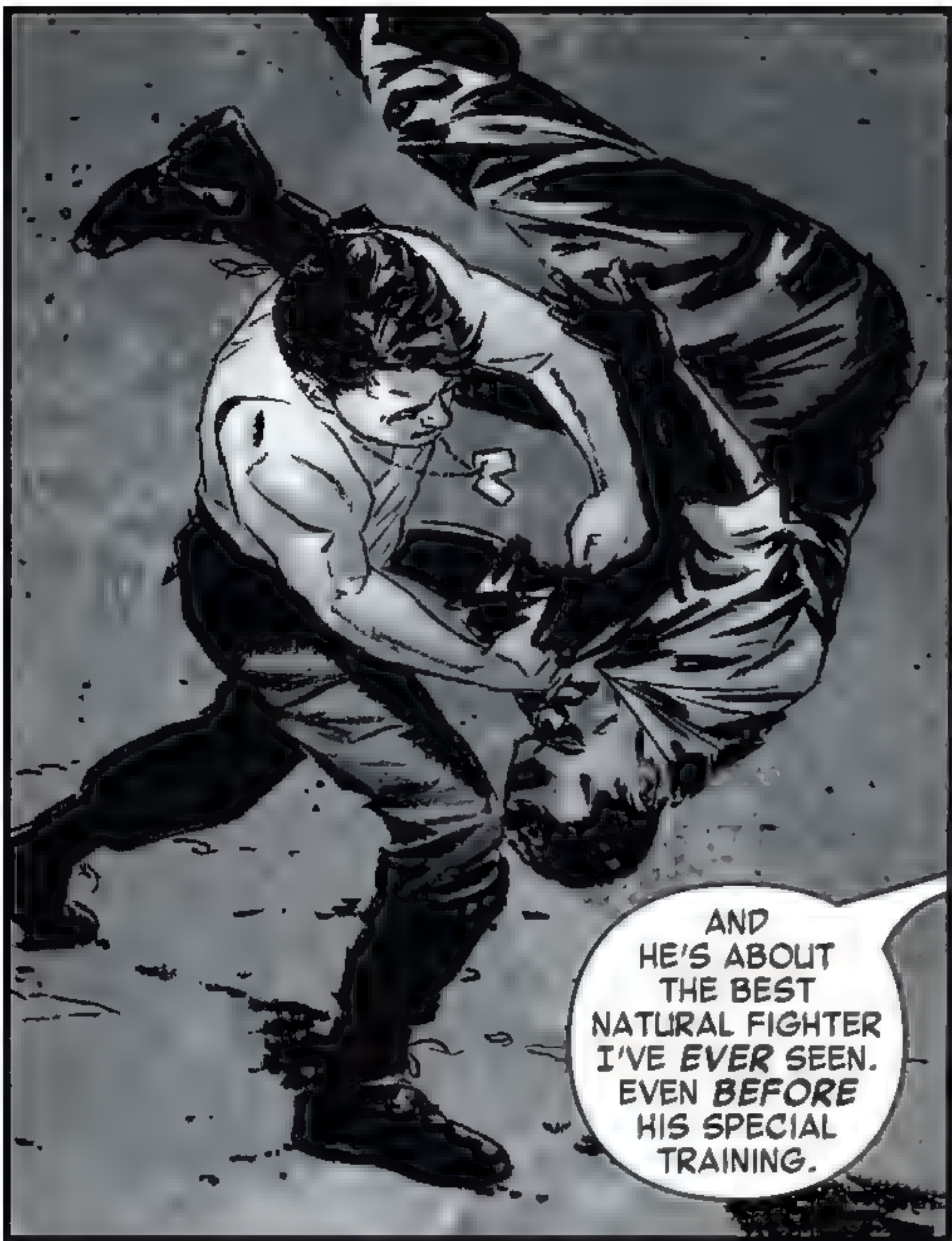
WE DON'T KNOW THAT, ROGERS...

HE WAS MY **PARTNER**, DAMN IT...



...HE WAS MY **FRIEND**...





AND HE'S ABOUT THE BEST NATURAL FIGHTER I'VE EVER SEEN. EVEN BEFORE HIS SPECIAL TRAINING.



WHAT'S HIS NAME?
JAMES BUCHANAN BARNES, GOES BY *BUCKY*. HIS OLD MAN WAS CAREER MILITARY, DIED A FEW YEARS AGO...

BUCKY'S BEEN LIVING HERE SINCE, SORT OF THE CAMP'S KID BROTHER.

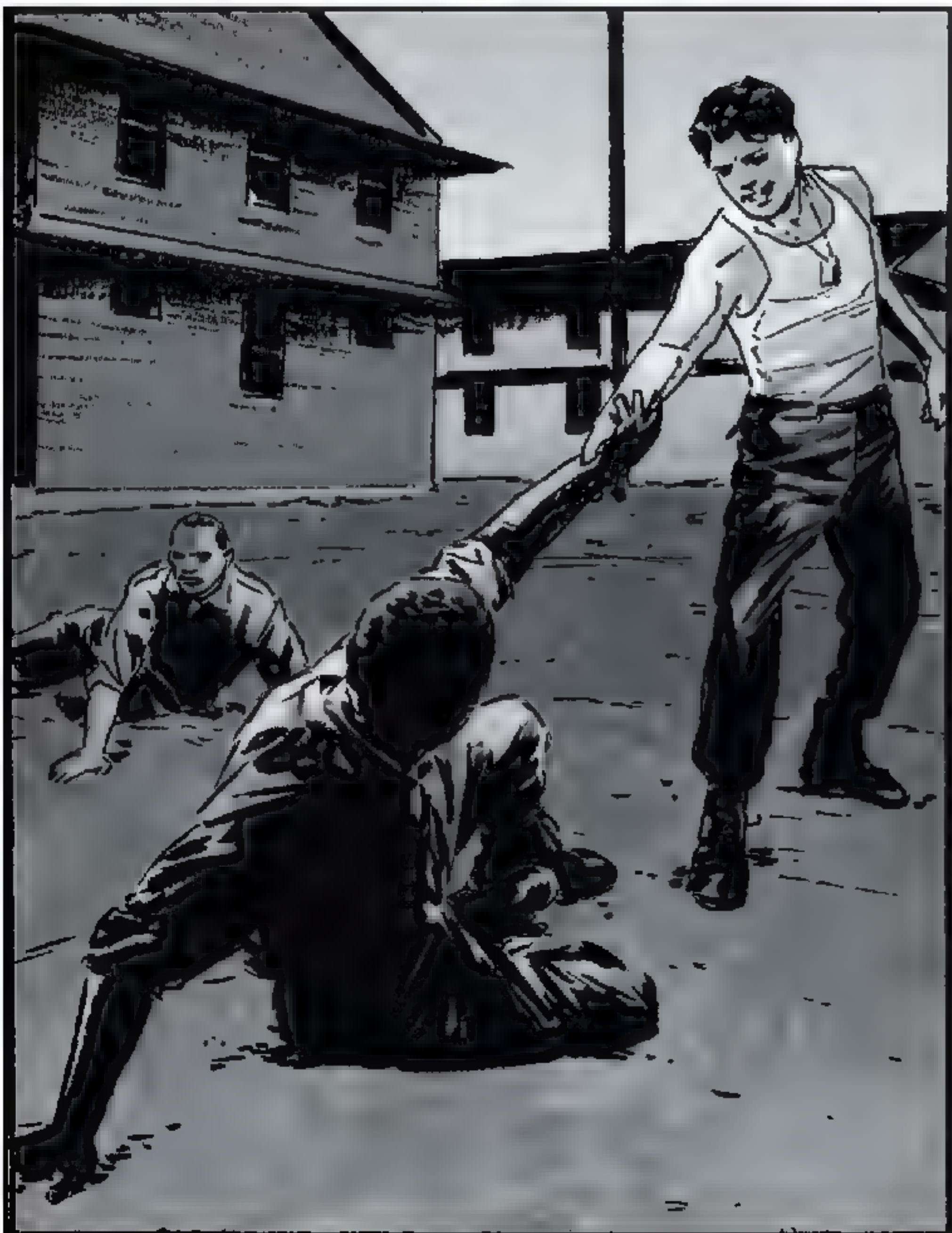


WHEN WE TALKED ABOUT THIS BEFORE, ME NEEDING A PARTNER...I NEVER THOUGHT...

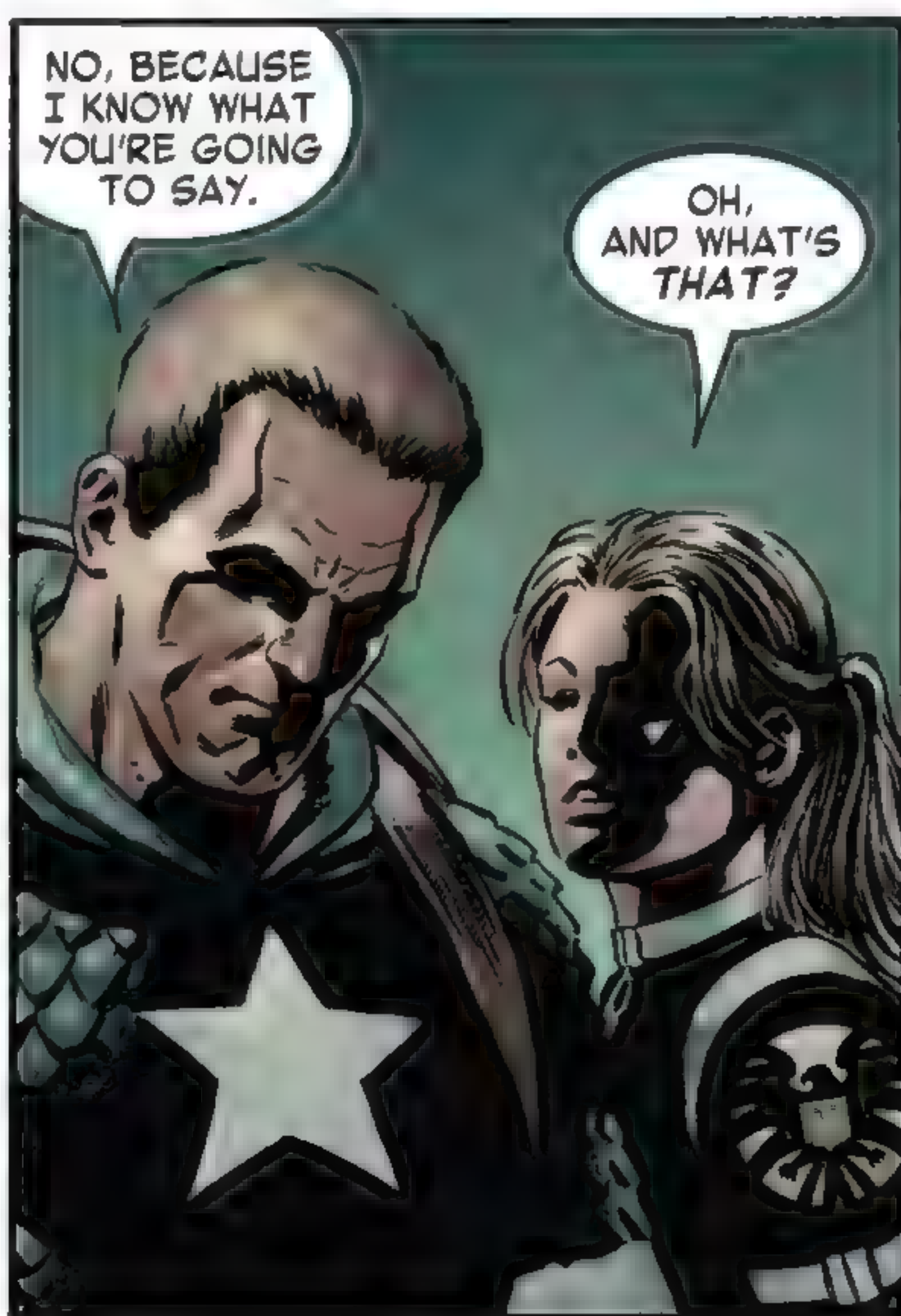
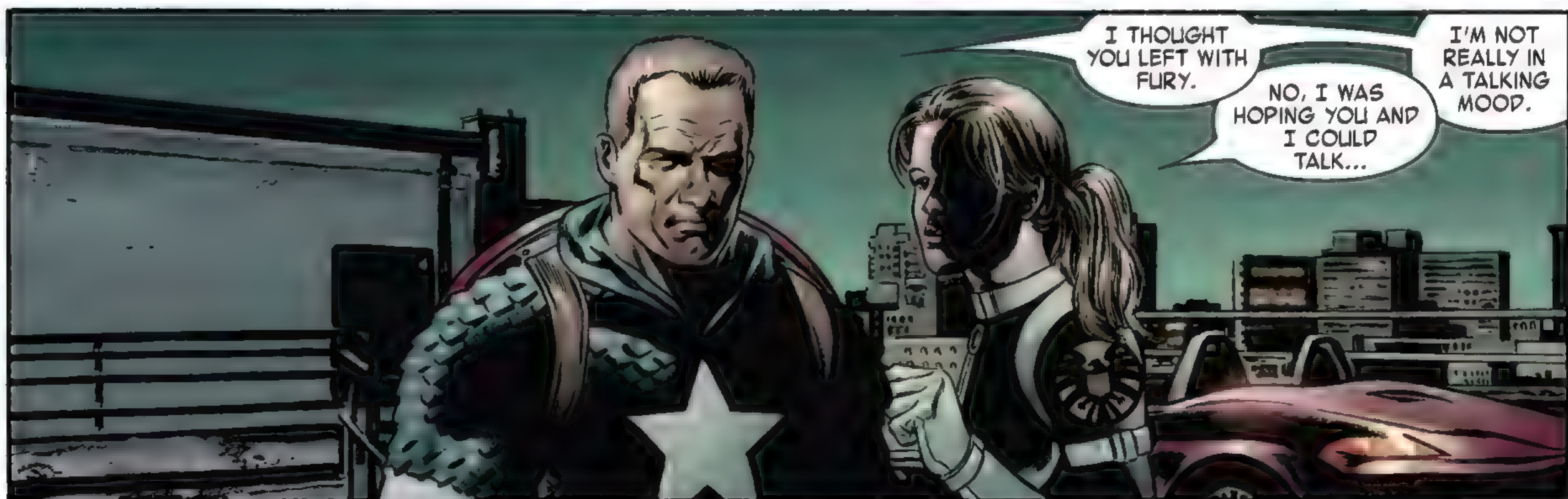


I KNOW. BUT JUST LIKE *CAPTAIN AMERICA* HAS SYMBOLIC VALUE, AN AMERICAN TEENAGER FIGHTING ALONGSIDE HIM... THAT'S A POWERFUL SYMBOL, TOO...

AND IF HE GETS HIS HANDS A LITTLE DIRTIER THAN *MOST* SOLDIERS WHEN NO ONE'S LOOKING... WELL, THAT'LL BE OUR *SECRET*, RIGHT?



ALL RIGHT, LET ME MEET HIM, AT LEAST...





IT'S NOT
BUCKY...NOT IN
ANY WAY THAT
MATTERS.

NOT TO
YOU.



ALL HE IS ARE THE PARTS
THAT REMEMBER HOW TO
KILL, STEVE. AND THAT'S
WHAT HE'S *DOING*...I DON'T
GIVE A DAMN ABOUT
THE *SKULL*...

...BUT JACK
MONROE, ALL
THOSE PEOPLE
IN PHILADELPHIA...
NEAL--NEAL
TAPPER...



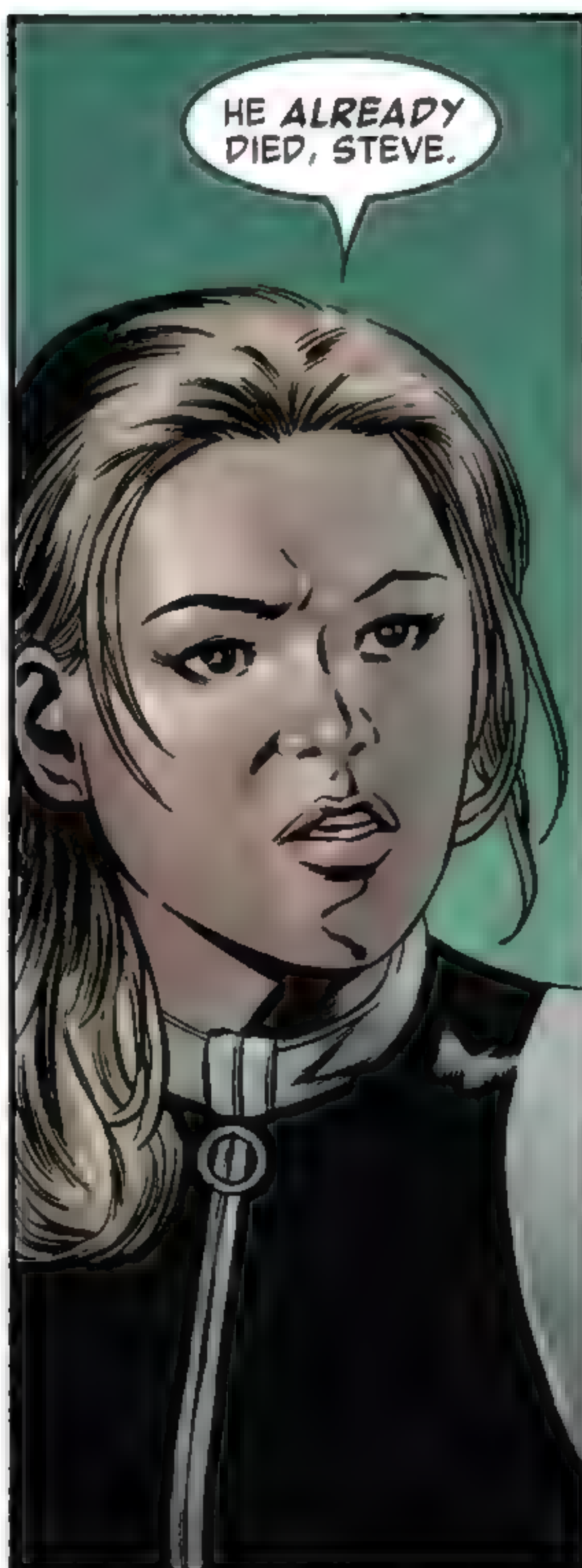
THAT'S ALL LUKIN'S DOING,
SHARON...YOU'RE BLAMING
THE *GUN* INSTEAD OF THE
PERSON PULLING THE
TRIGGER.



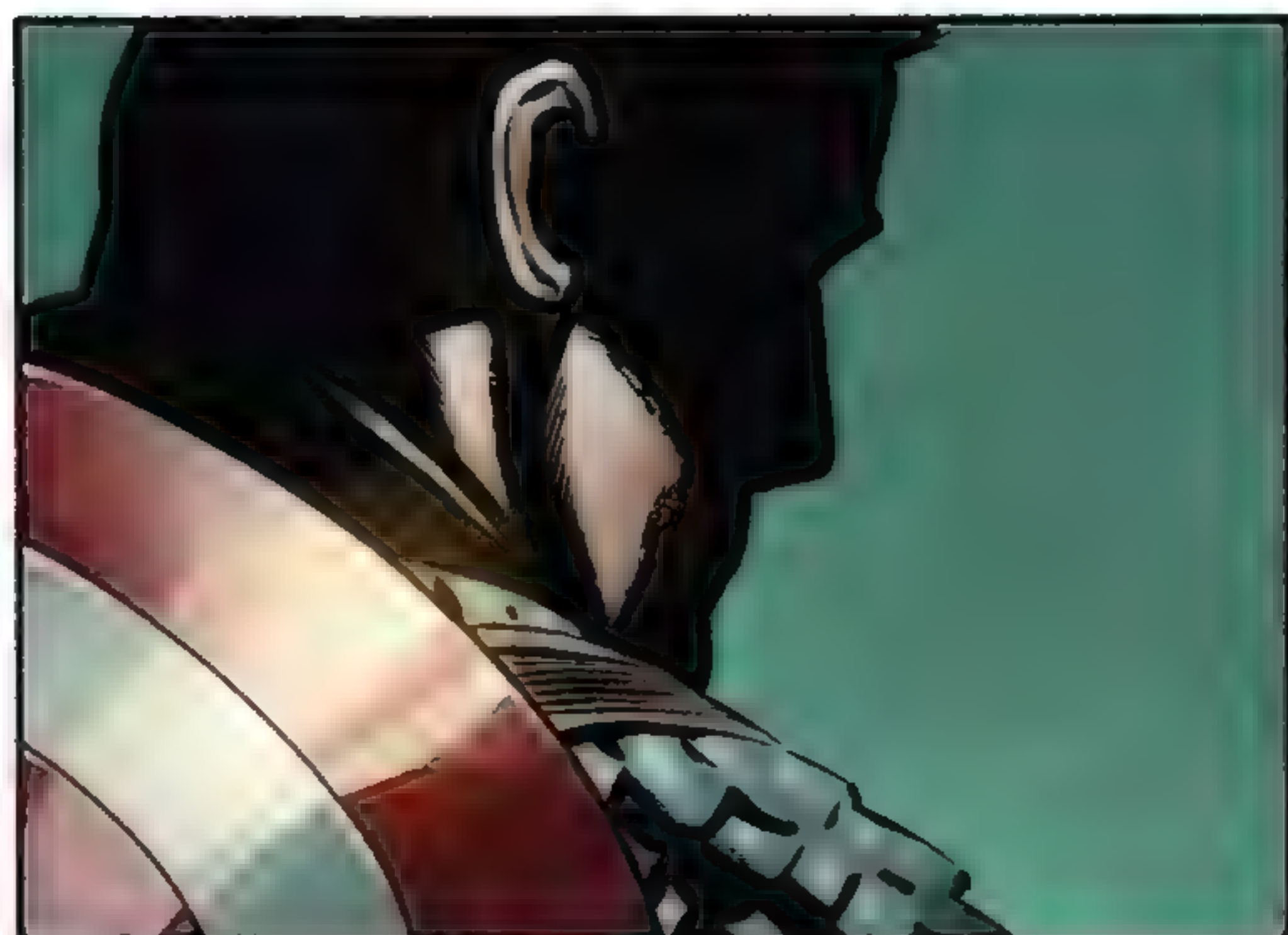
I KNOW WHO'S
RESPONSIBLE. BUT
WHAT I'M TRYING
TO TELL YOU IS, HE *ISN'T*
YOUR PARTNER--
YOUR FRIEND--
ANYMORE.

AND
IF YOU GO
INTO THIS
THINKING OF
HIM LIKE
THAT--

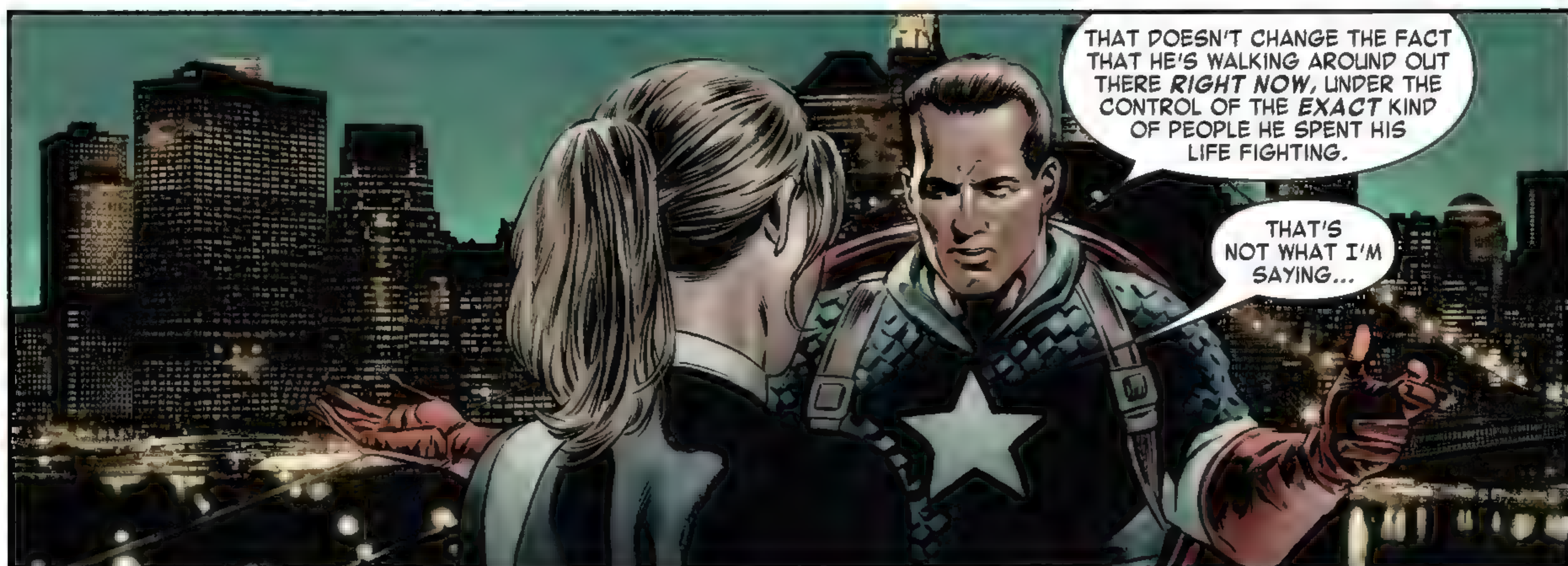
DON'T
WORRY ABOUT
ME.



HE *ALREADY*
DIED, STEVE.



YEAH...
I WAS
THERE.



THAT DOESN'T CHANGE THE FACT THAT HE'S WALKING AROUND OUT THERE *RIGHT NOW*, UNDER THE CONTROL OF THE *EXACT* KIND OF PEOPLE HE SPENT HIS LIFE FIGHTING.

THAT'S NOT WHAT I'M SAYING...

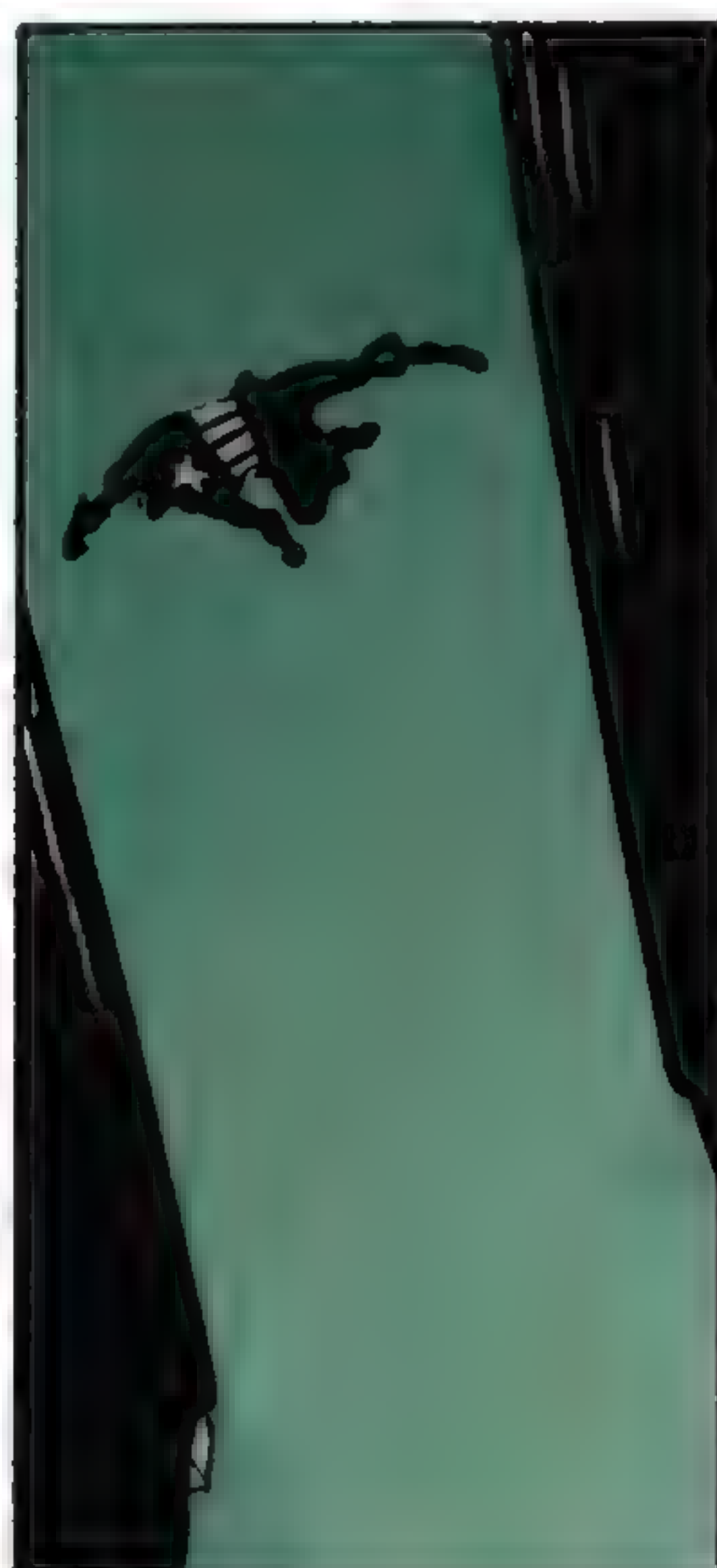


I KNOW YOU'RE GOING THROUGH HELL, STEVE...I JUST WANT TO MAKE SURE WE ALL KNOW WHAT--



I DON'T KNOW ANYTHING ANYMORE, SHARON.

AND I'M BEGINNING TO WONDER IF I EVER DID.

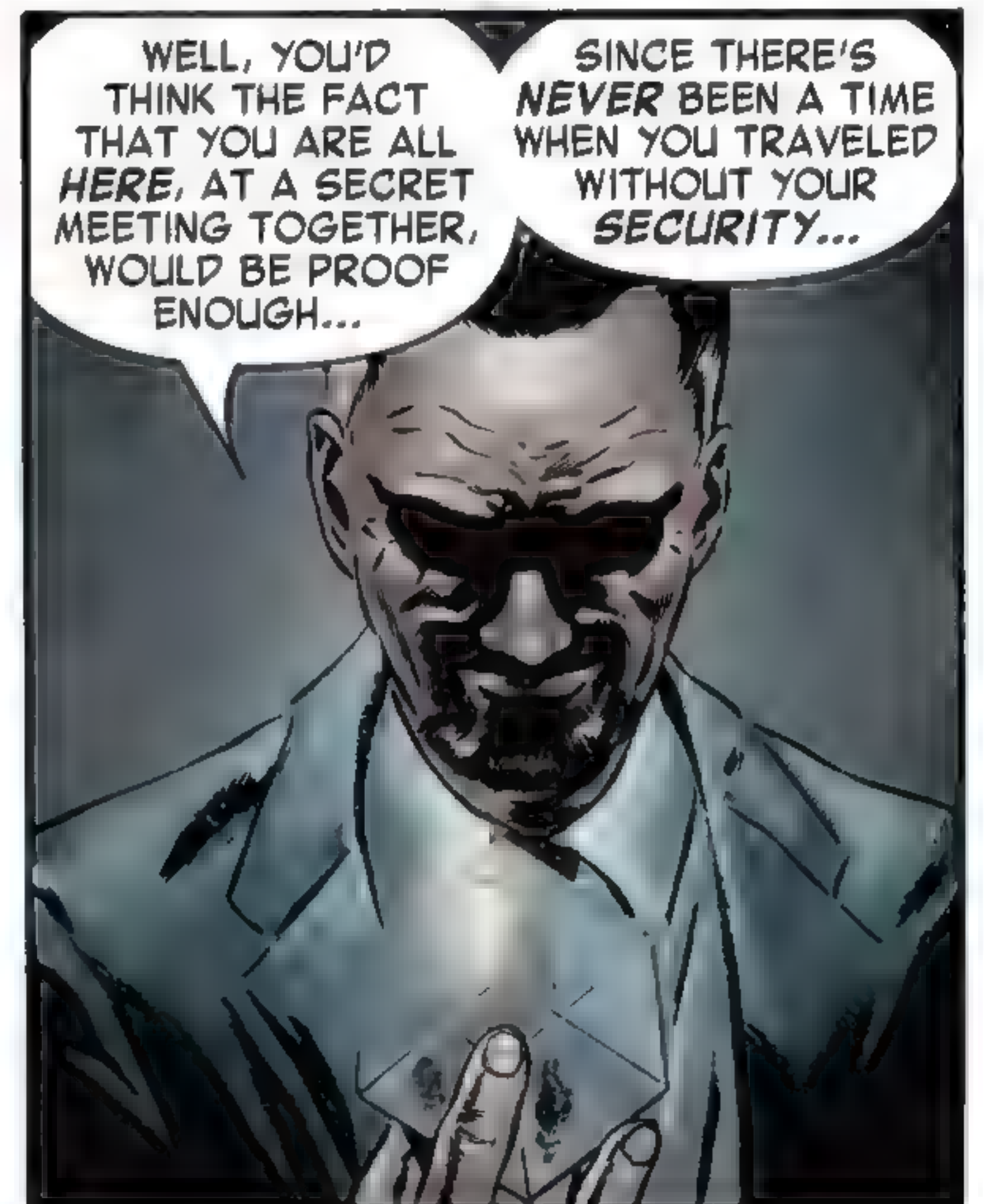


NICK, YEAH... NO, I *BLEW* IT. I THINK I USED TO KNOW HOW TO TALK TO HIM, BUT...

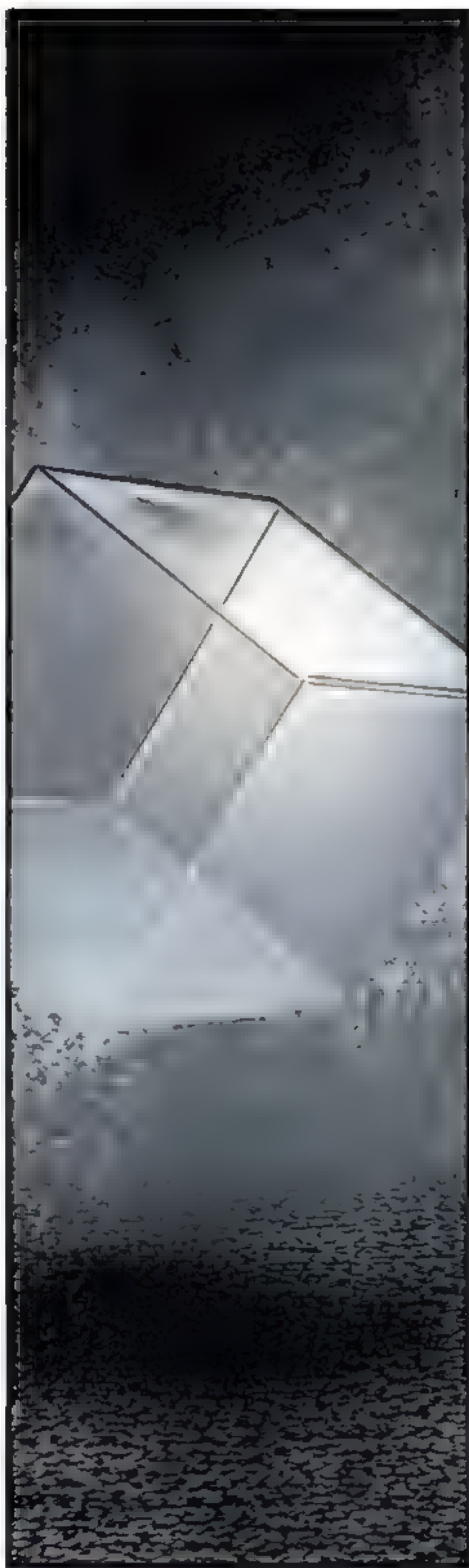
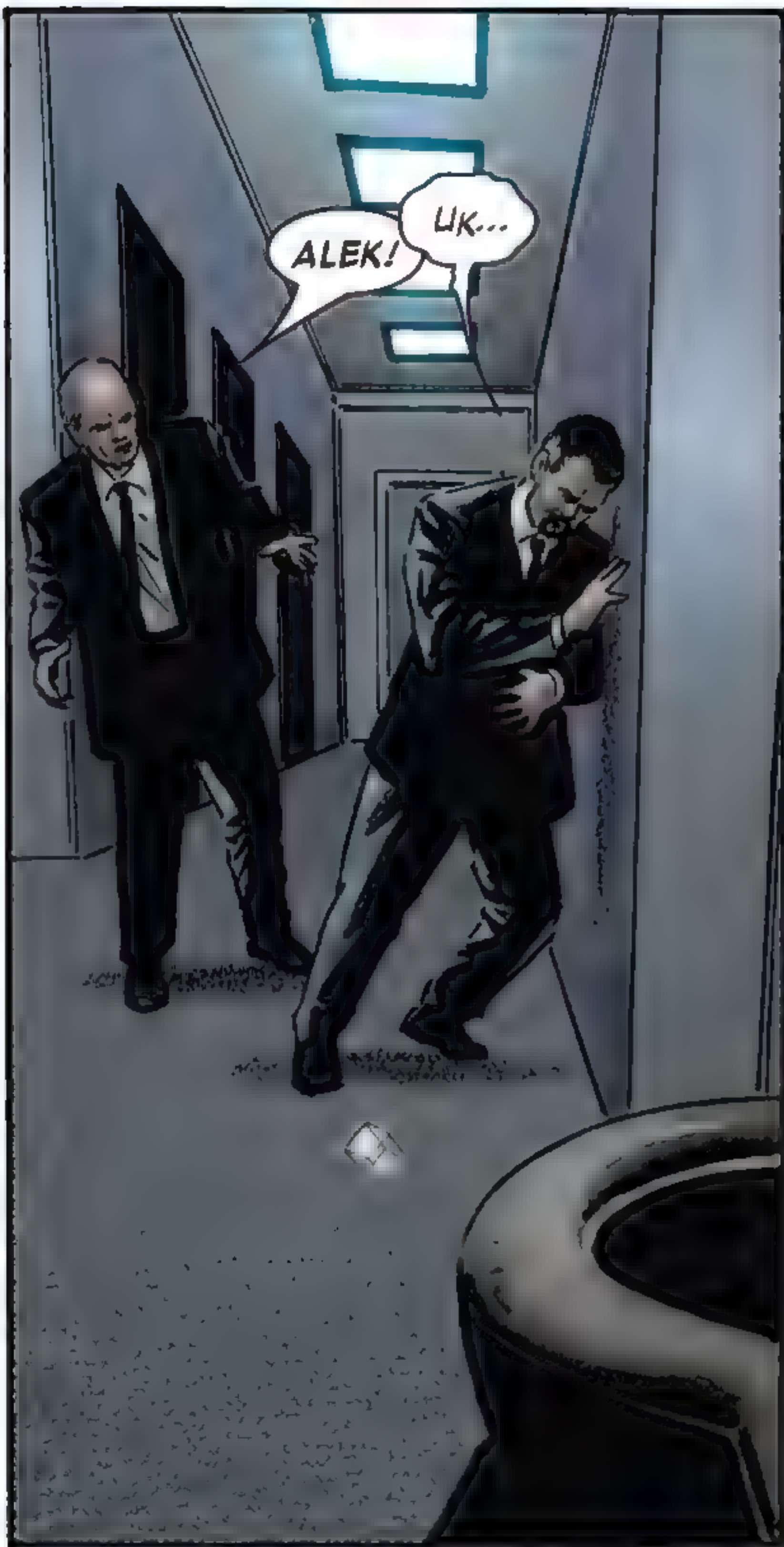
YEAH. YEAH...MAKE THE CALL, IF YOU CAN...



"...MAYBE HE'LL HAVE BETTER LUCK THAN I DID..."









DAMN IT.



THIS IS NO WAY TO FUNCTION... WORK THROUGH IT, STEVE.

ANGER WILL NOT HELP YOU DEAL WITH THIS.

IT'LL JUST MAKE SURE THAT **WHATEVER** YOU DO NEXT IS THE WRONG MOVE.



AND YOU CAN'T AFFORD THAT.



YOU'VE LET LUKIN PUSH ALL YOUR BUTTONS TOO EASILY SO FAR... YOU CAN'T AFFORD ANYTHING BUT A CLEAR HEAD FROM THIS POINT ON...

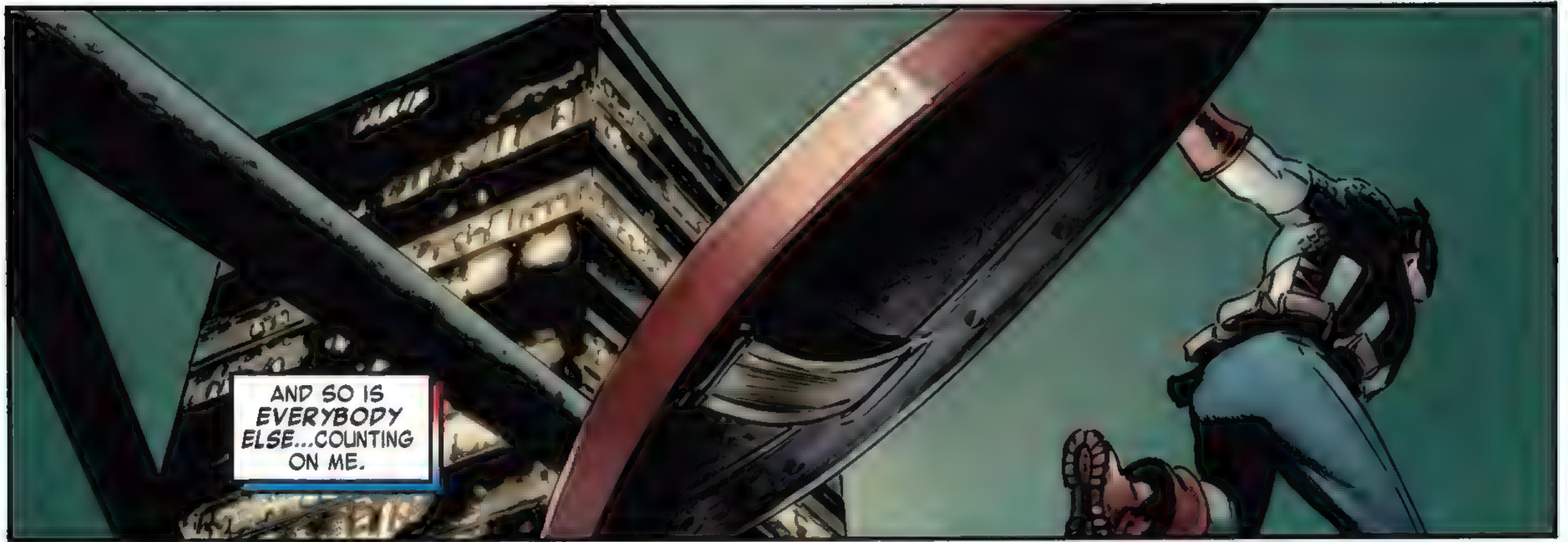


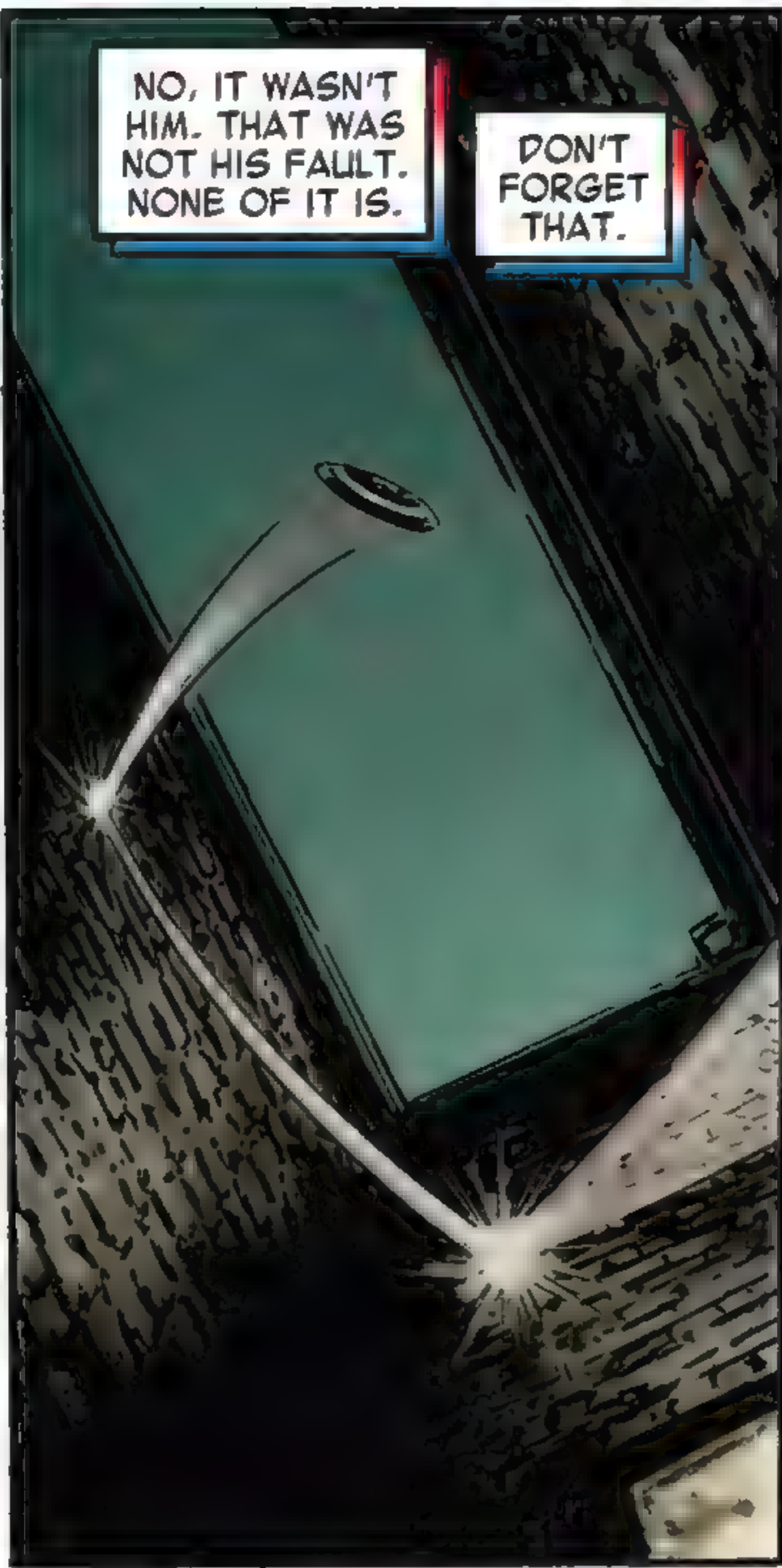
HE'S COUNTING ON YOU...WHETHER HE **KNOWS IT** OR NOT.

BUCKY IS COUNTING ON YOU.







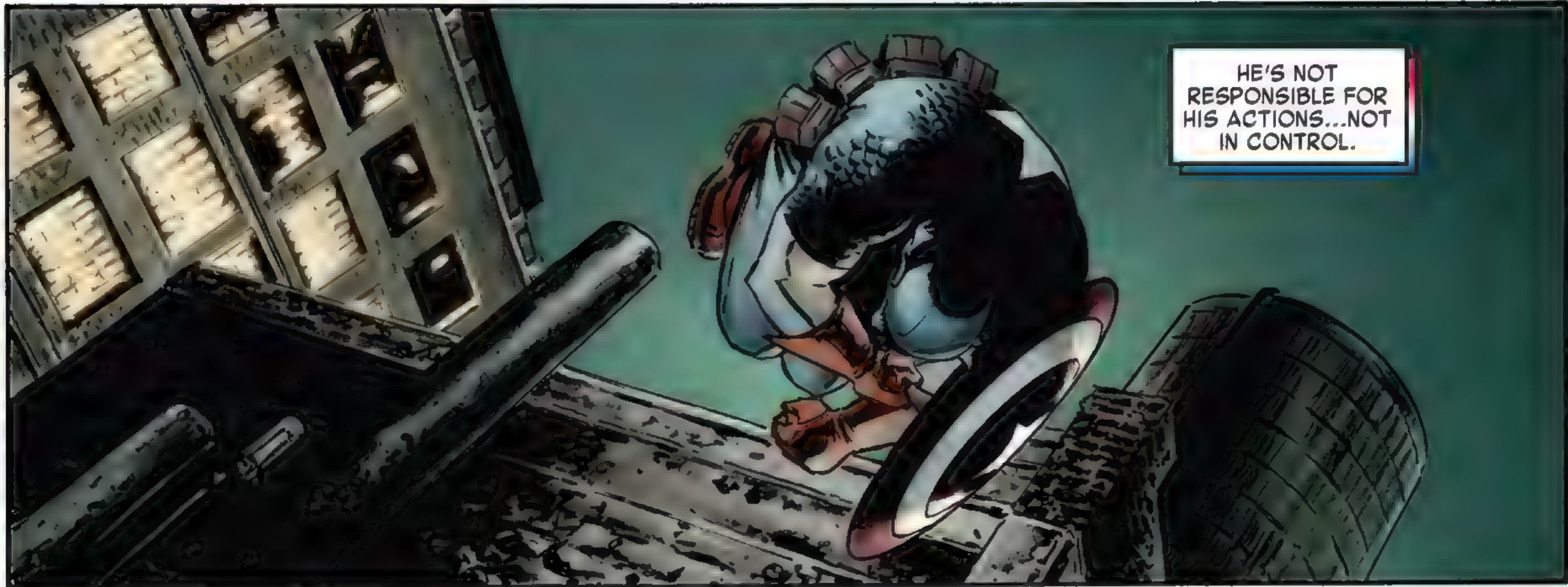


NO, IT WASN'T HIM. THAT WAS NOT HIS FAULT. NONE OF IT IS.

DON'T FORGET THAT.



FAP!



HE'S NOT RESPONSIBLE FOR HIS ACTIONS...NOT IN CONTROL.



HE'S NOT IN CONTROL...

...AND HE'D HATE THAT MORE THAN ANYTHING.



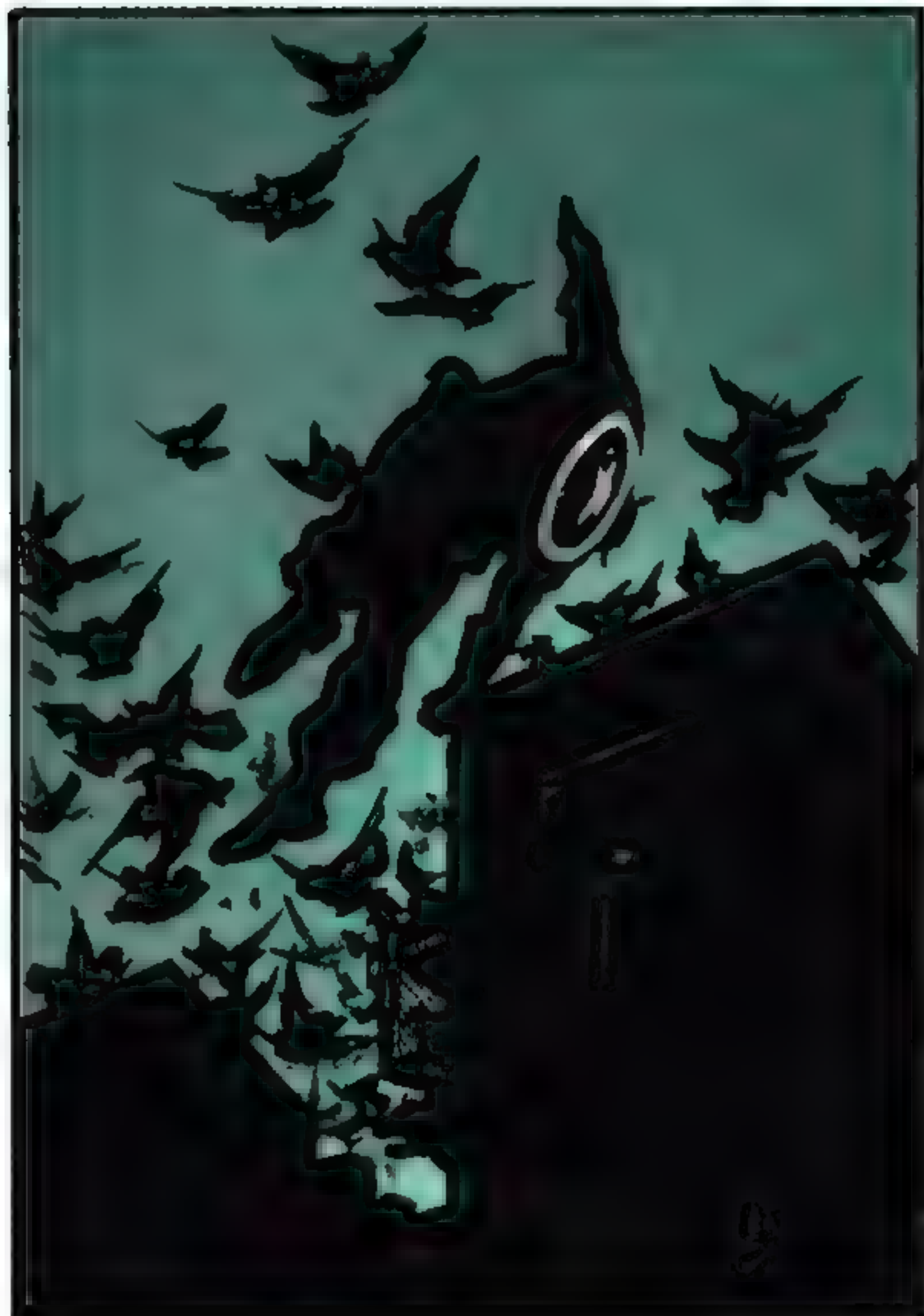




THAT'S REALLY THE PROBLEM, ISN'T IT? I KNOW WHAT BUCKY WOULD DO IN THIS SITUATION.

I KNOW WHAT HE'D WANT...

HE'D WANT ME TO DO WHATEVER IT TOOK TO STOP HIM.



GOD, I CAN'T BELIEVE I'M EVEN THINKING THAT SHARON MIGHT BE RIGHT.

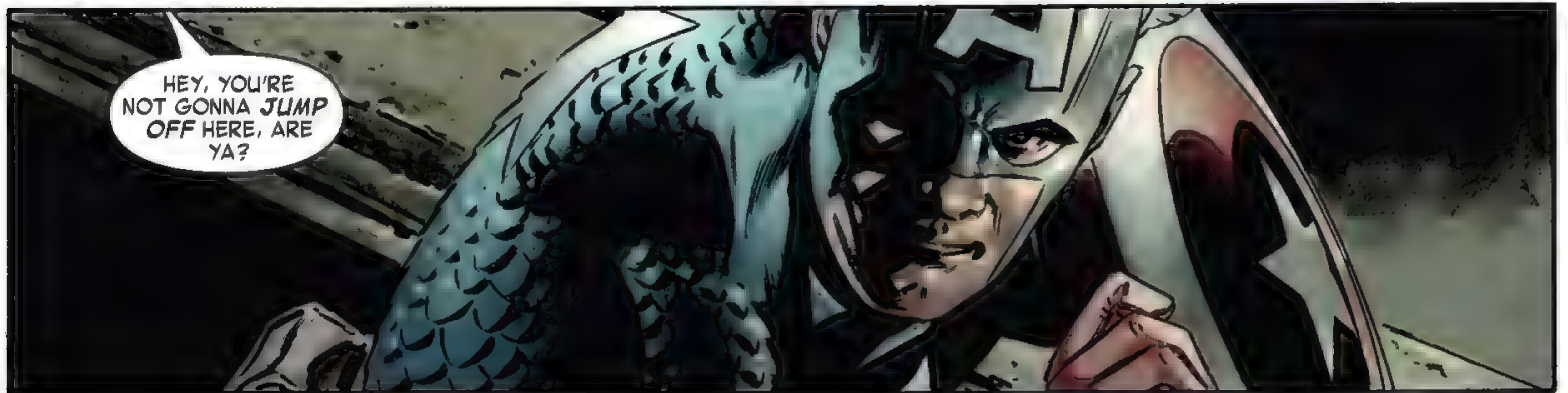


THAT I MIGHT HAVE TO--



NO.

THERE HAS TO BE ANOTHER WAY OUT...HE'S STILL--



HEY, YOU'RE NOT GONNA JUMP OFF HERE, ARE YA?



'CAUSE
IT TOOK
ME HALF THE
NIGHT TO FIND
YOU...

...AN' I
PRACTICALLY HAD
TO TALK TO EVERY
PIGEON IN NEW YORK
STATE TO DO
IT, MAN.

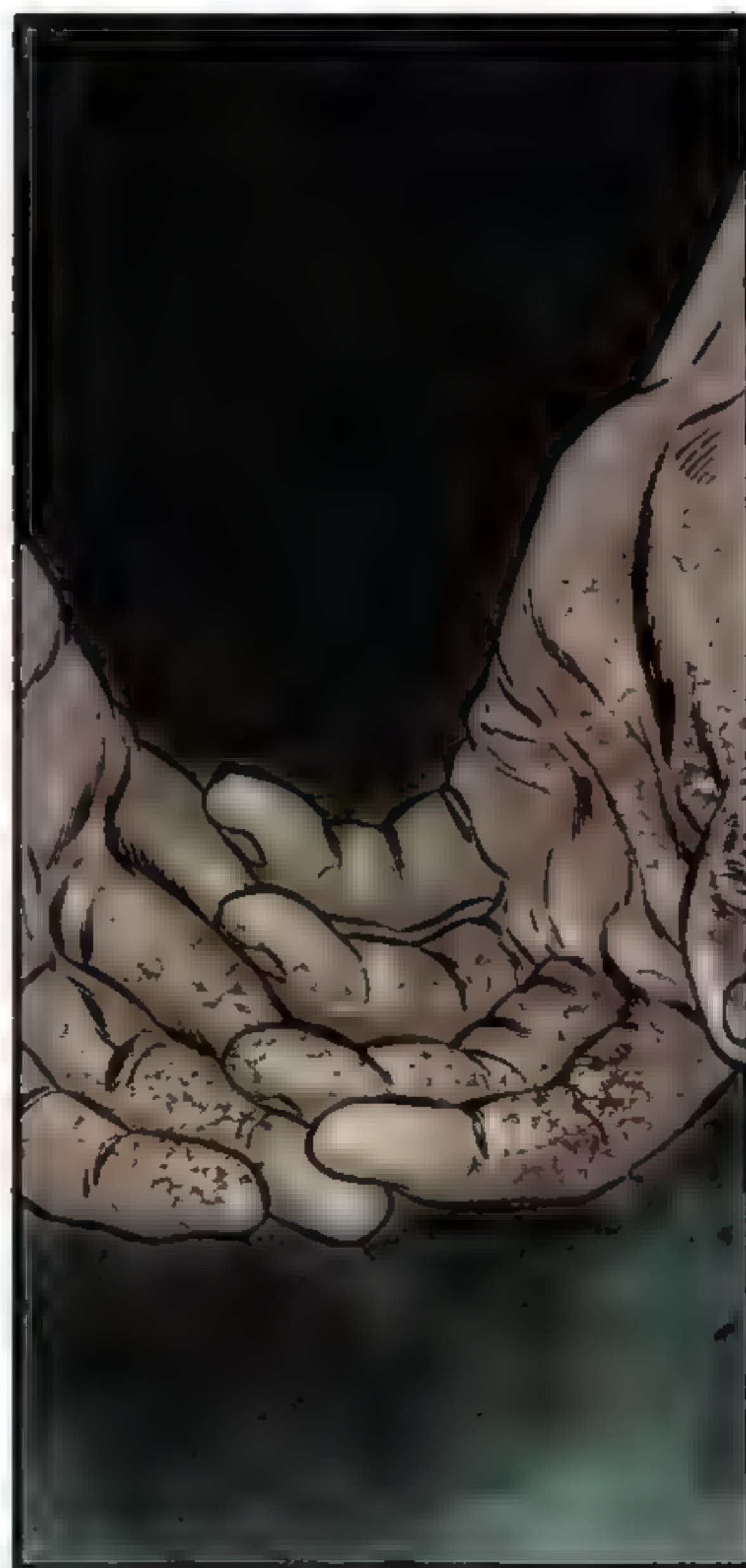
FALCON?

YEP...GOT A
CALL FROM NICK FURY,
SAID YOU MIGHT NEED
A FRIEND.

YEAH...
YEAH, I
REALLY DO,
SAM.



CAPTAIN AMERICA #13
"THE WINTER SOLDIER PART 5"





**★ Brooklyn—
The Secret Home
of Steve Rogers**



AND HERE
I THOUGHT
MY LIFE WAS
COMPLICATED.

I MEAN, FURY
GAVE A FEW DETAILS,
BUT, DAMN...THAT'S
A SERIOUS MIND-~~96##~~
YOU'RE TALKIN'
ABOUT, STEVE.

OH,
BELIEVE ME,
I KNOW.



AND YOU
THINK THIS LUKIN
GUY IS OUT FOR
REVENGE ON YOU
FROM BACK WHEN
HE WAS A KID?

YET HE
WAITS OVER TEN
YEARS AFTER YOU
COME OUT OF THE
ICE TO MAKE
A MOVE?



GOTTA
BE SOMETHIN'
ELSE GOIN' ON
THERE...

UNLESS HE
NEEDED THE
CUBE FOR HIS
PLAN TO WORK,
SOMEHOW.

YEAH, THE
COSMIC CUBE...REALLY
HOPED I'D NEVER HAVE TO
HEAR THOSE WORDS AGAIN.



YOU AND
I ONLY MET
BECAUSE OF
THAT CUBE,
SAM.

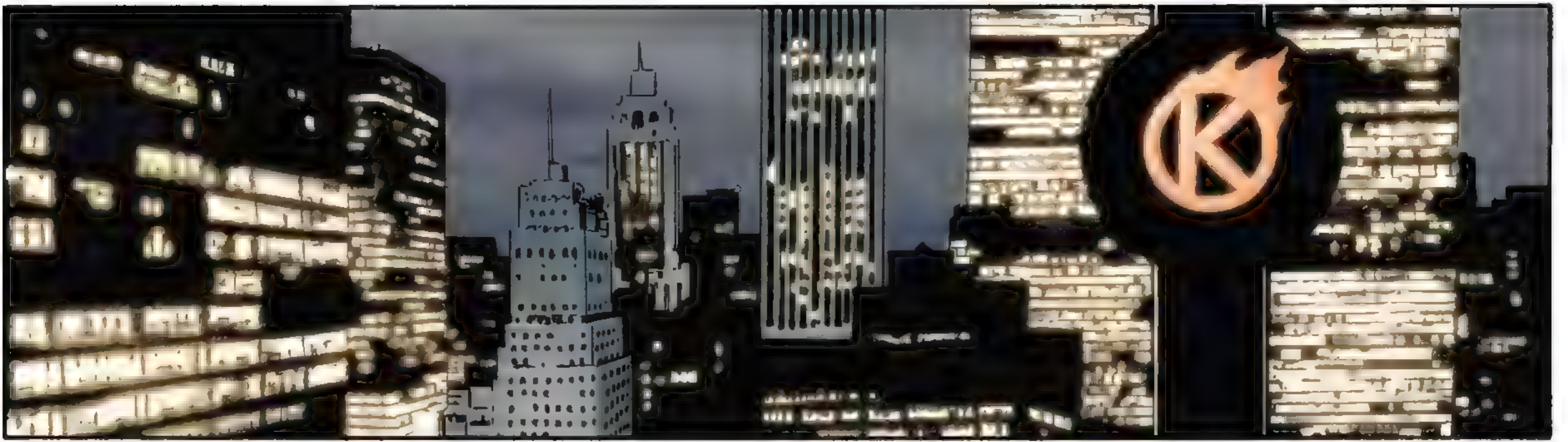
AND ONE
OF THE MANY
TIMES THE
SKULL'S PLANS
FOR IT WENT
WRONG.



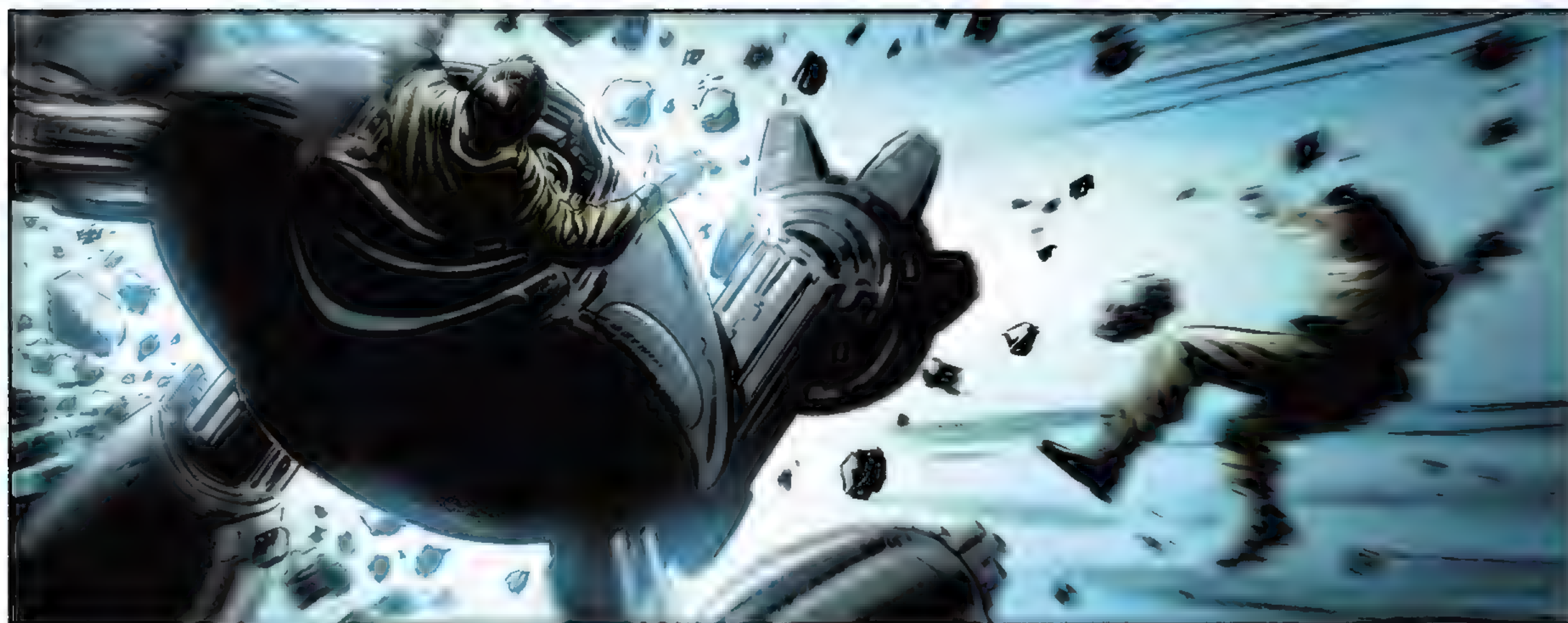
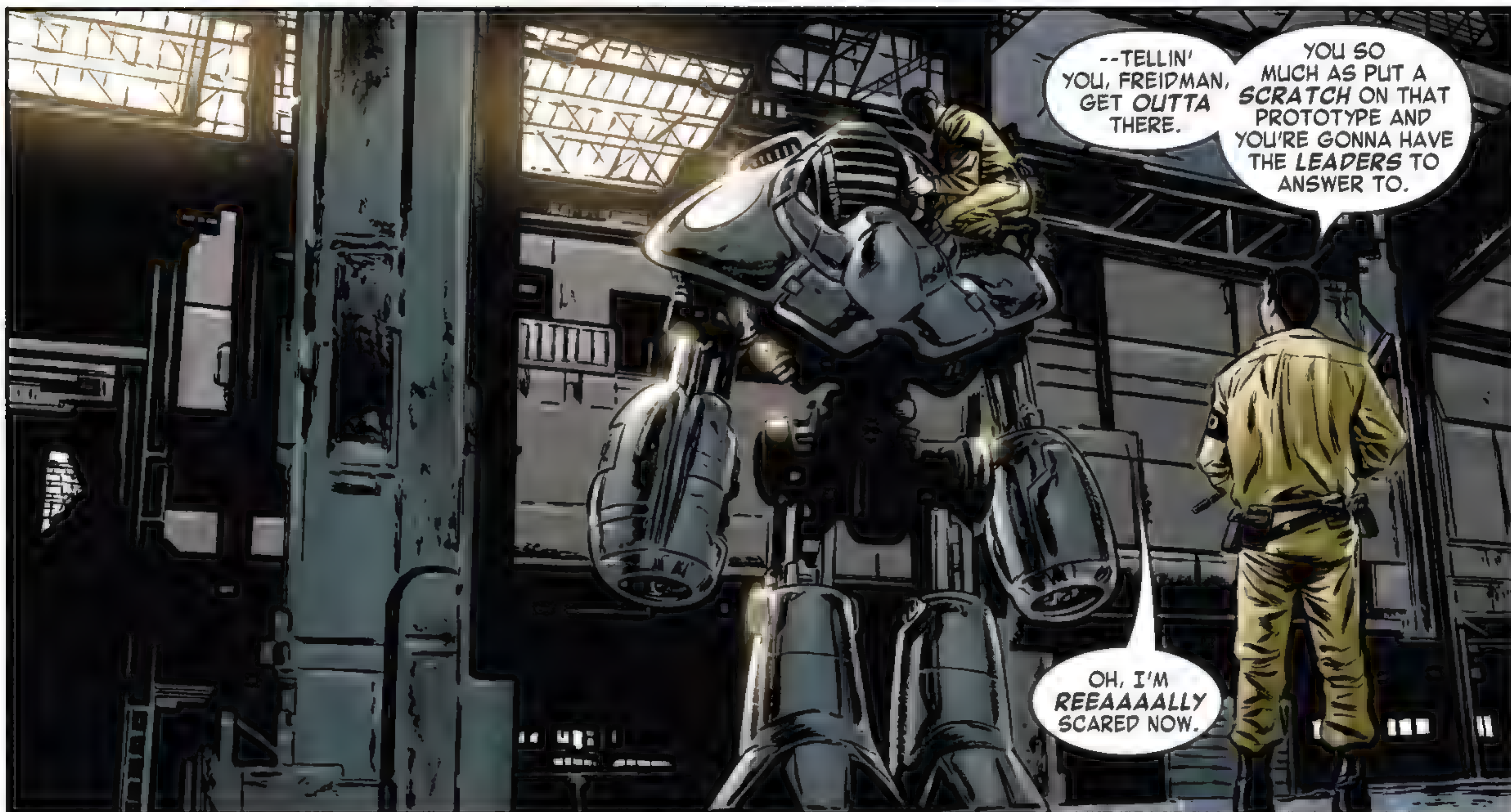
YOU EVER
NOTICE HOW THAT
WORKS? NO ONE'S
EVER BEEN ABLE TO
USE THAT DAMN THING
AND HAVE IT TURN
OUT THE WAY
THEY WANT.

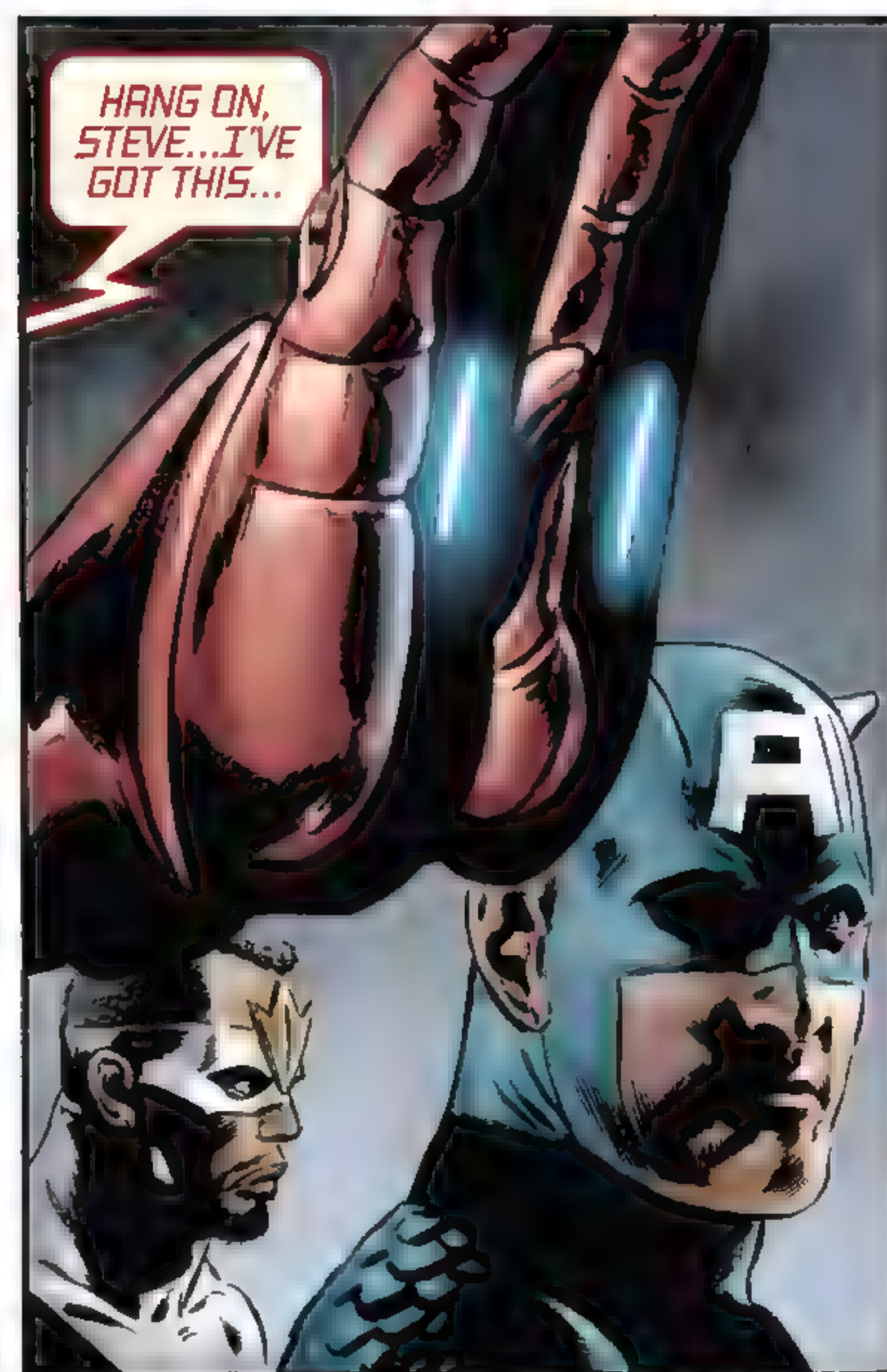
LIKE ALL
THOSE BAD JOKES
ABOUT THE GUY WHO
FINDS THE MAGIC
LANTERN.





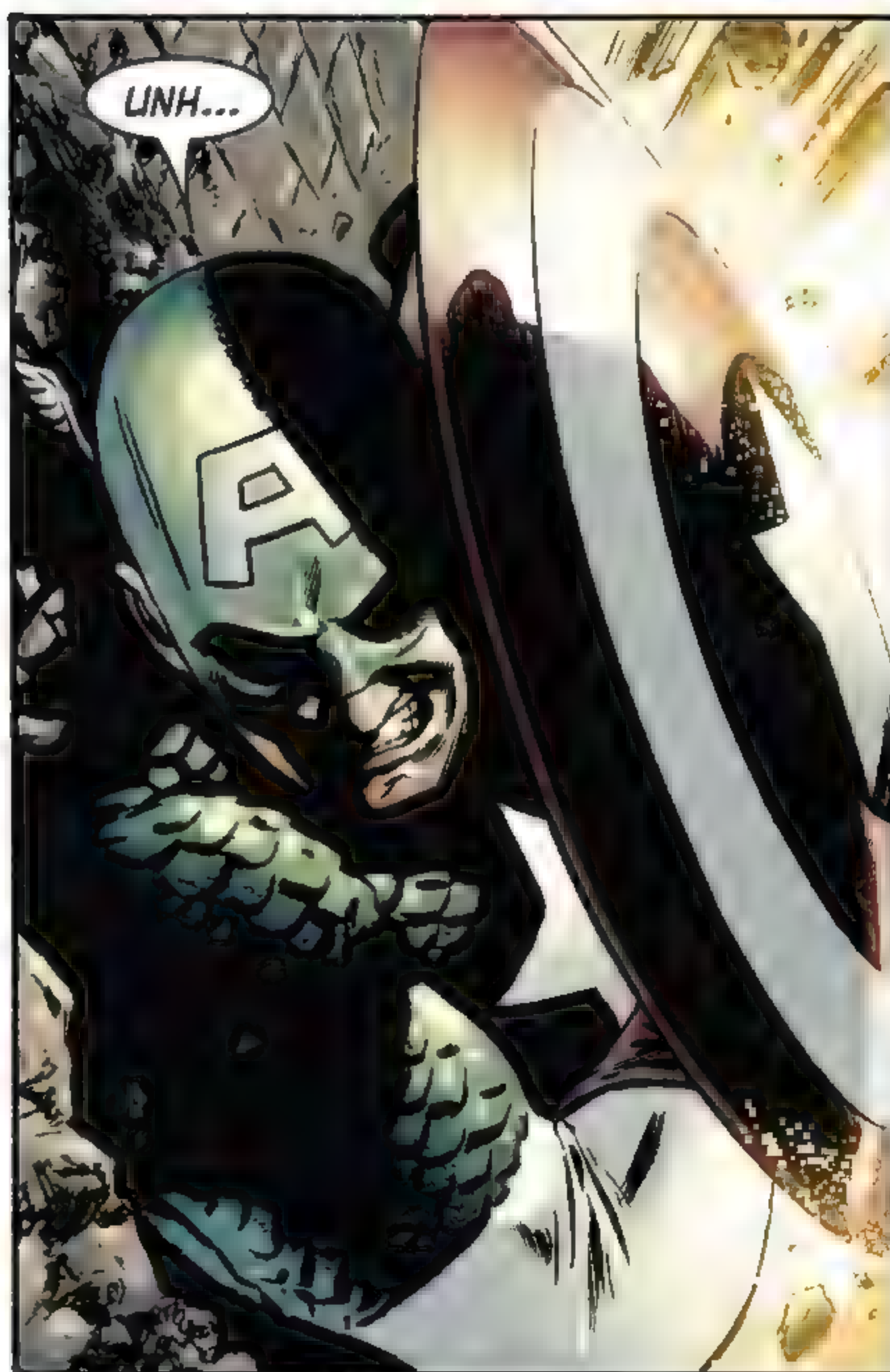
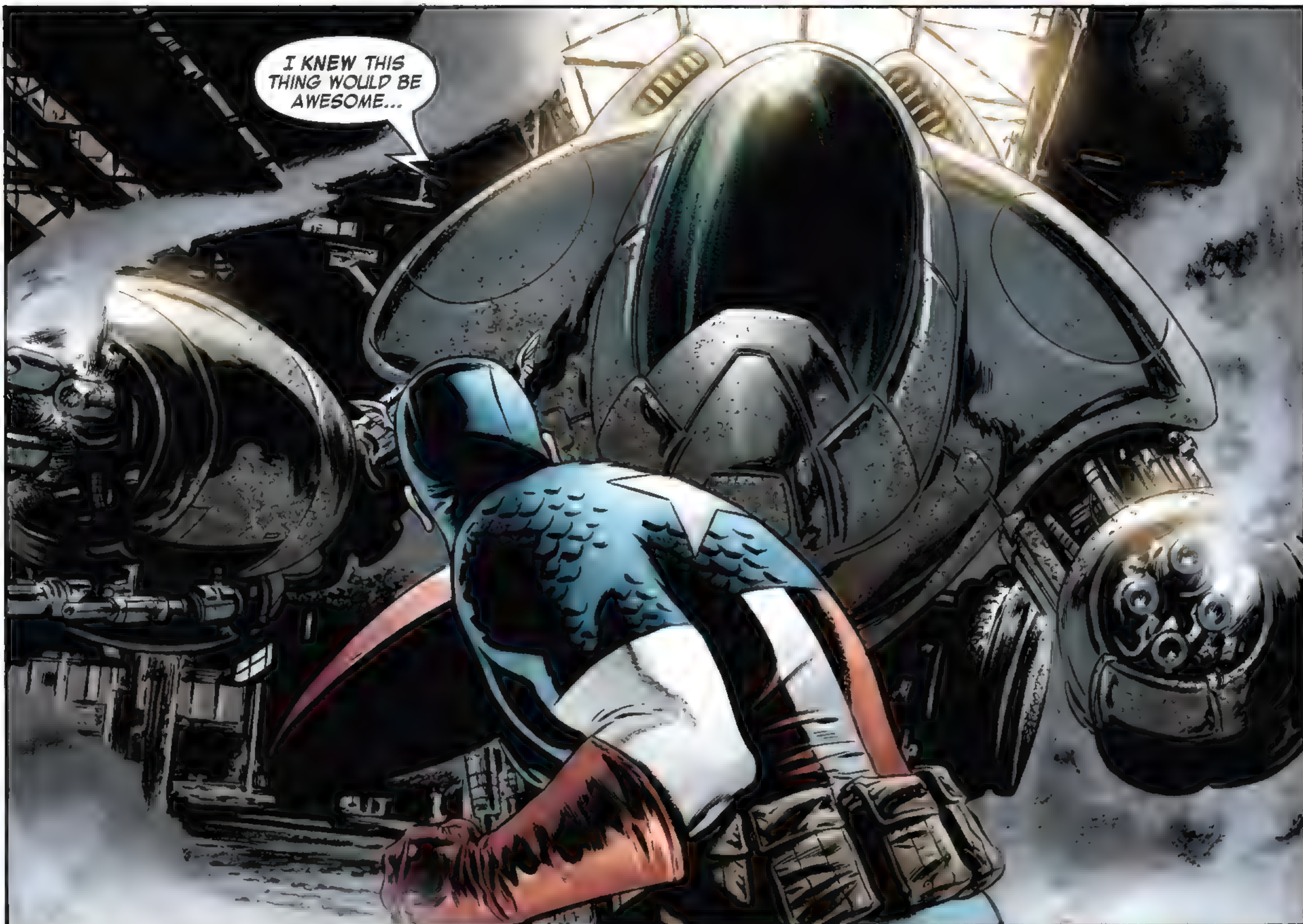
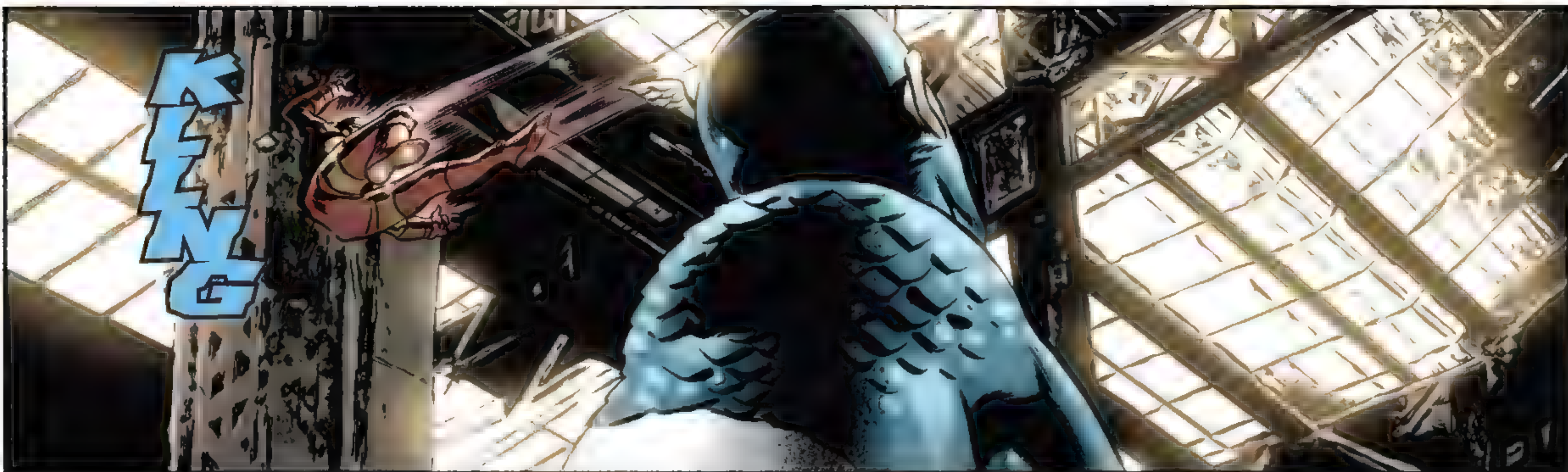


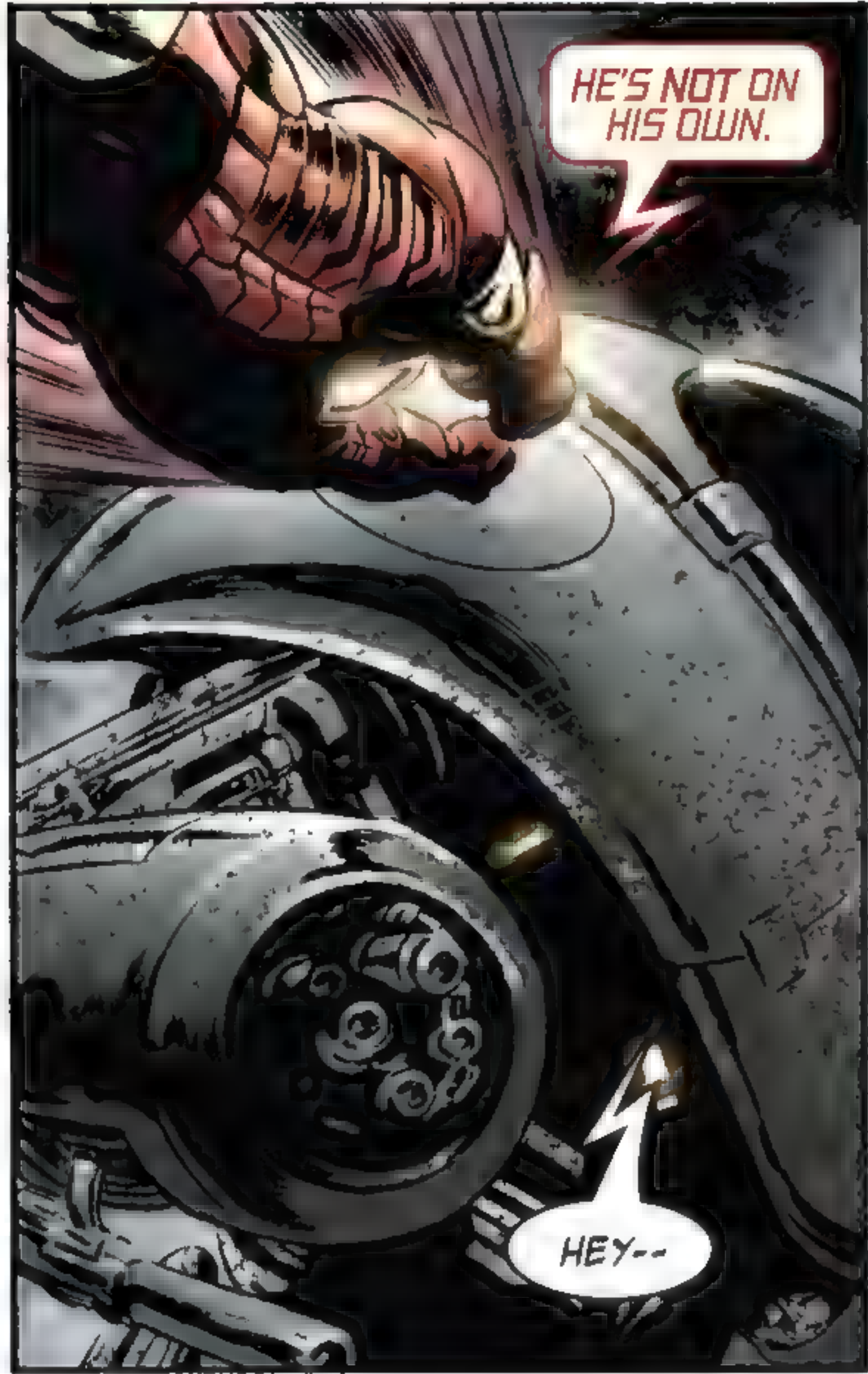
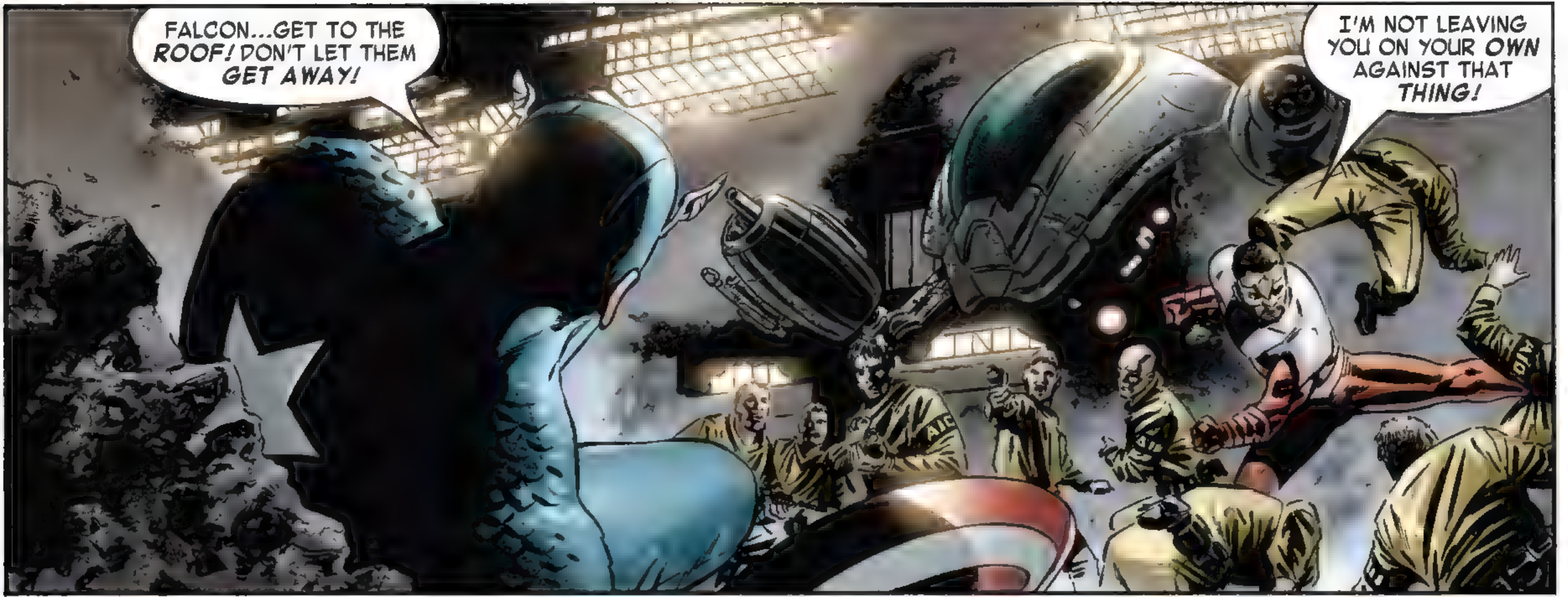


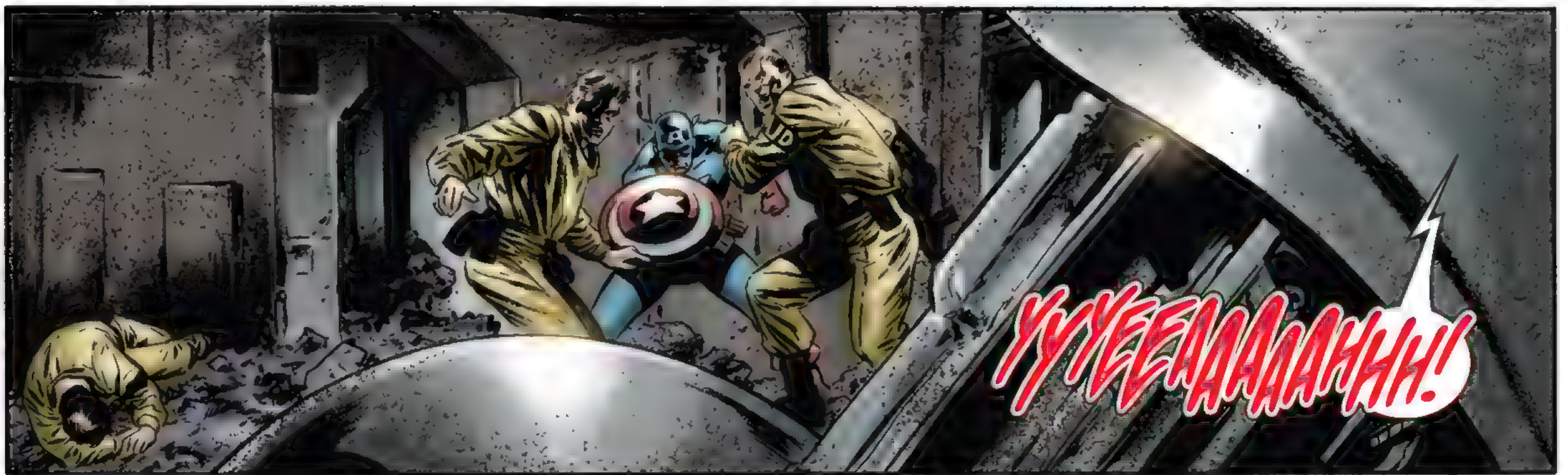
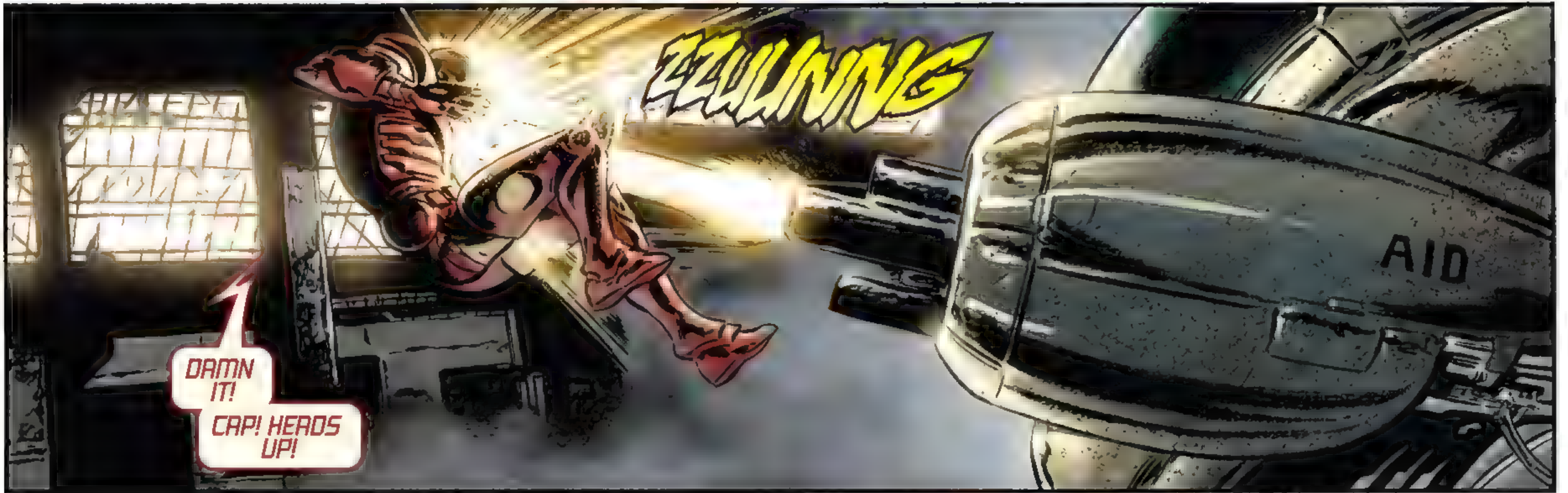
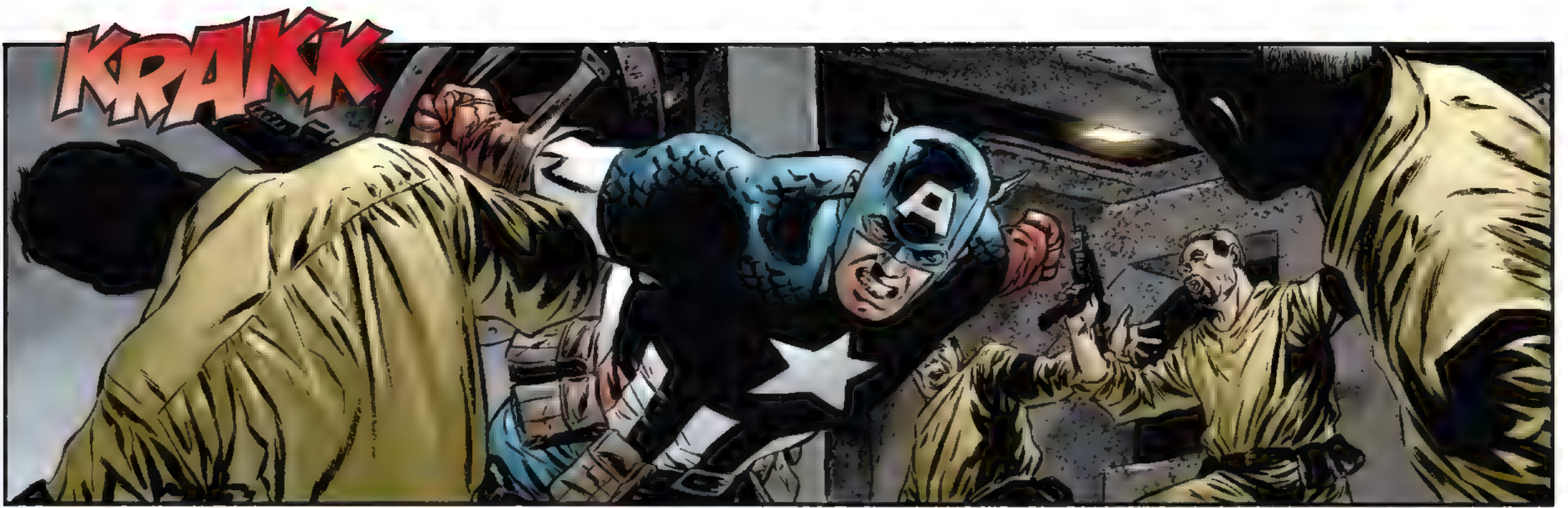


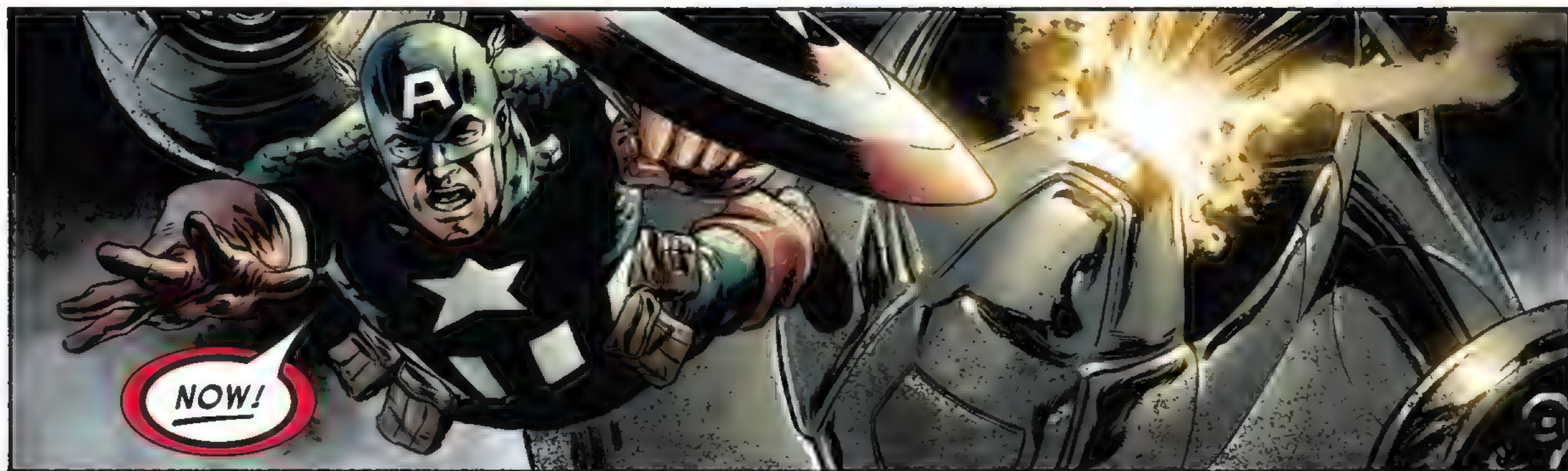
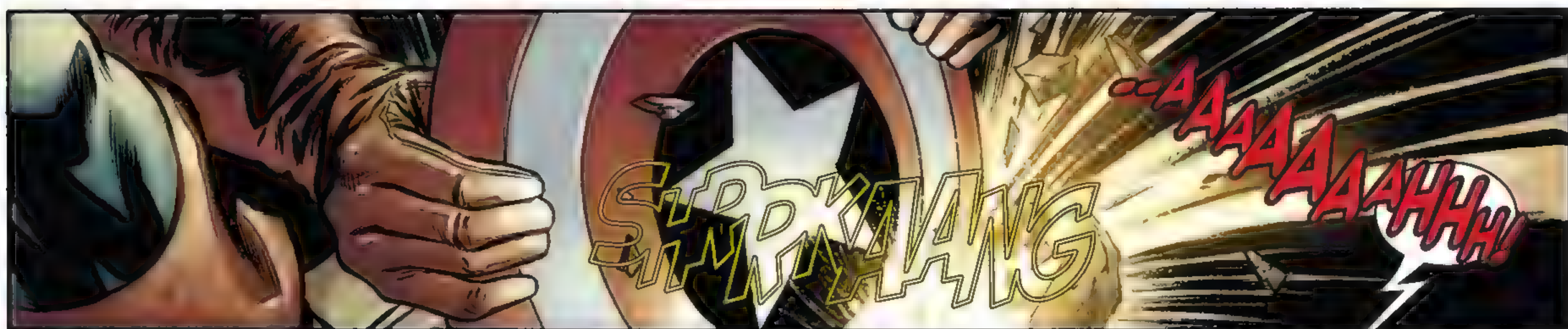
















...USING THE CUBE'S PARTICULAR ENERGY SIGNATURE AS A TRACKING DEVICE WAS A NICE IDEA. LUCKILY FOR US, A.I.D. MADE THIS CUBE.

BUT, AS EXPECTED, WITH A WIDE-RANGE SCAN FROM A SATELLITE, EVEN MY SYSTEM WASN'T GOING TO PINPOINT THE TARGET THAT CLOSELY.

EXCEPT WE GOT LUCKY AGAIN, BECAUSE THE SIGNAL'S MOVING FAST. MUST BE IN A JET.

THAT'S WHERE IT GETS COMPLICATED. TRAJECTORY APPEARS SOUTH-SOUTHWEST, SO...

WHERE'S IT GOING?

...I OVERLAID ITS PROJECTED FLIGHT PATH WITH LOCATIONS OF KRONAS HOLDINGS, AND LOOK AT THIS...

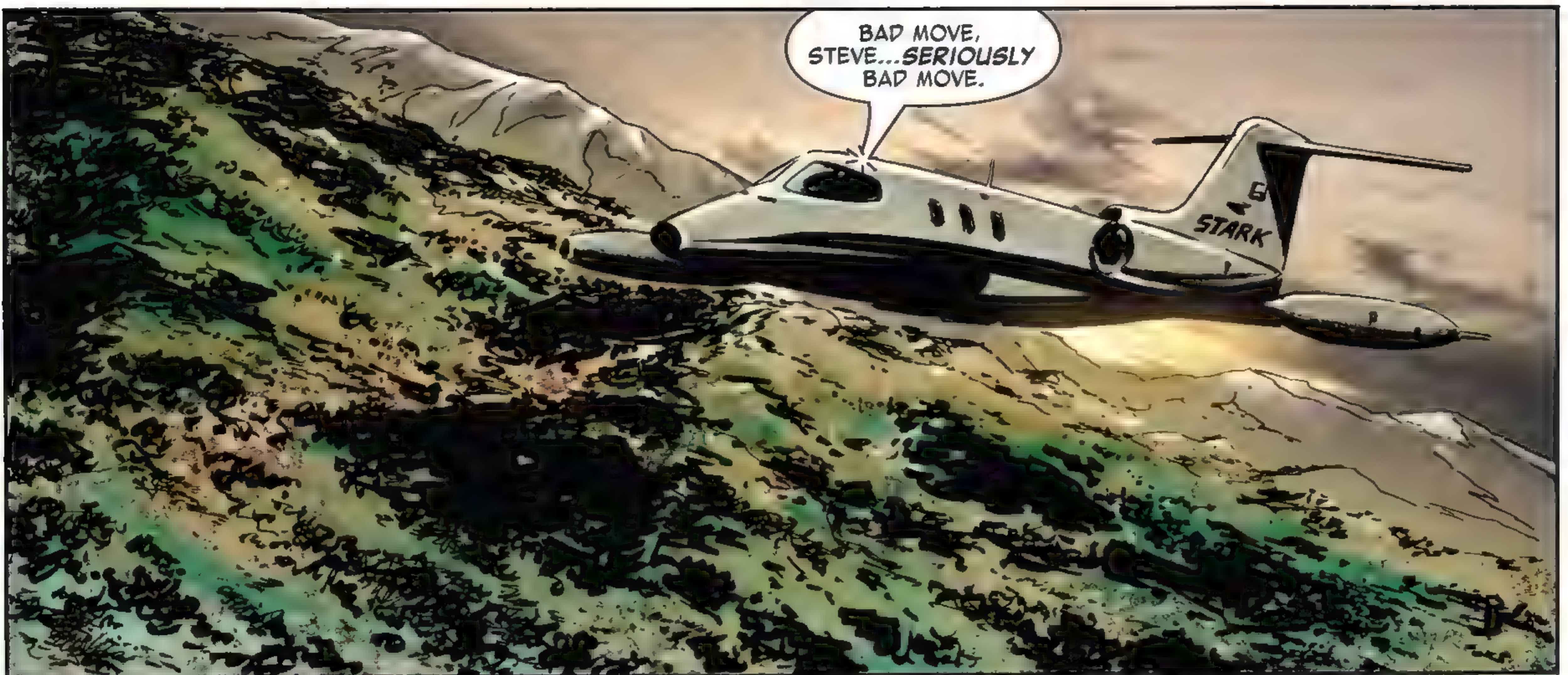
A NEXTGEN RESEARCH FACILITY THAT KRONAS RECENTLY PURCHASED.

WHY WOULD THEY BE TAKING THE CUBE THERE?

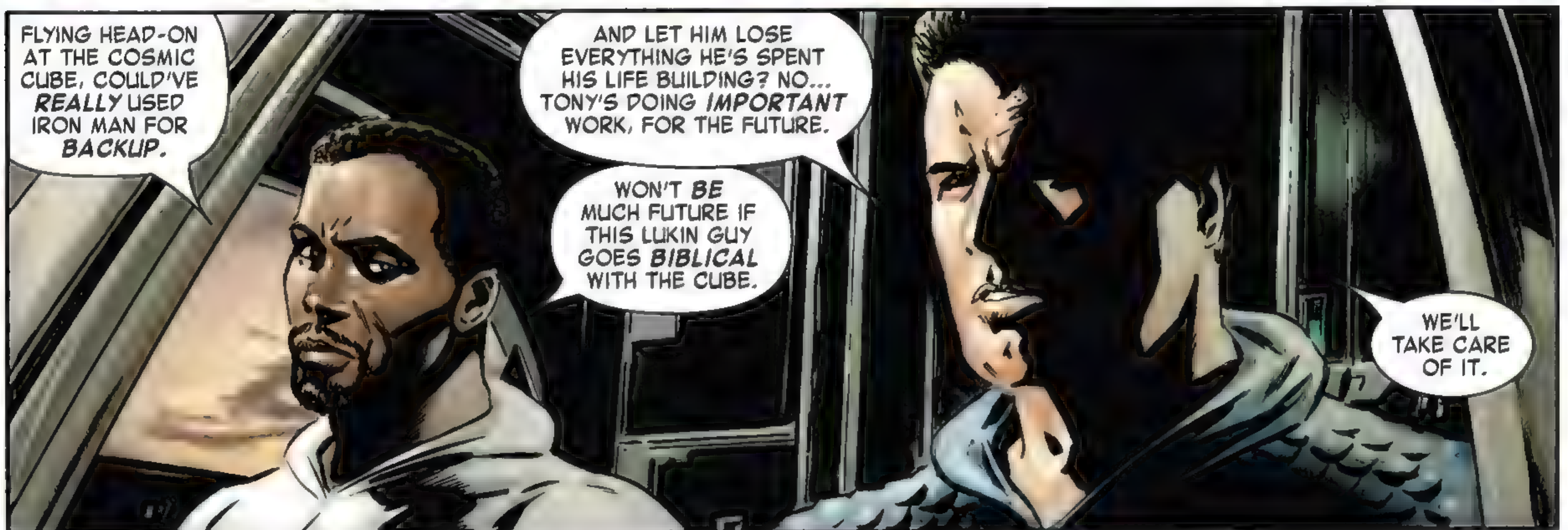
I DON'T KNOW. IT'S AN UNDERGROUND FACILITY THAT NEXTGEN HASN'T USED FOR YEARS.

BUT IT DOES HAVE A NUCLEAR-SAFE VAULT EVEN FURTHER BELOW THE SURFACE, FOR KEEPING IN-DEVELOPMENT PROJECTS SAFE FROM CORPORATE THEFT.





BAD MOVE,
STEVE...SERIOUSLY
BAD MOVE.



FLYING HEAD-ON
AT THE COSMIC
CUBE, COULD'VE
REALLY USED
IRON MAN FOR
BACKUP.

AND LET HIM LOSE
EVERYTHING HE'S SPENT
HIS LIFE BUILDING? NO...
TONY'S DOING *IMPORTANT*
WORK, FOR THE FUTURE.

WON'T BE
MUCH FUTURE IF
THIS LUKIN GUY
GOES *BIBLICAL*
WITH THE CUBE.

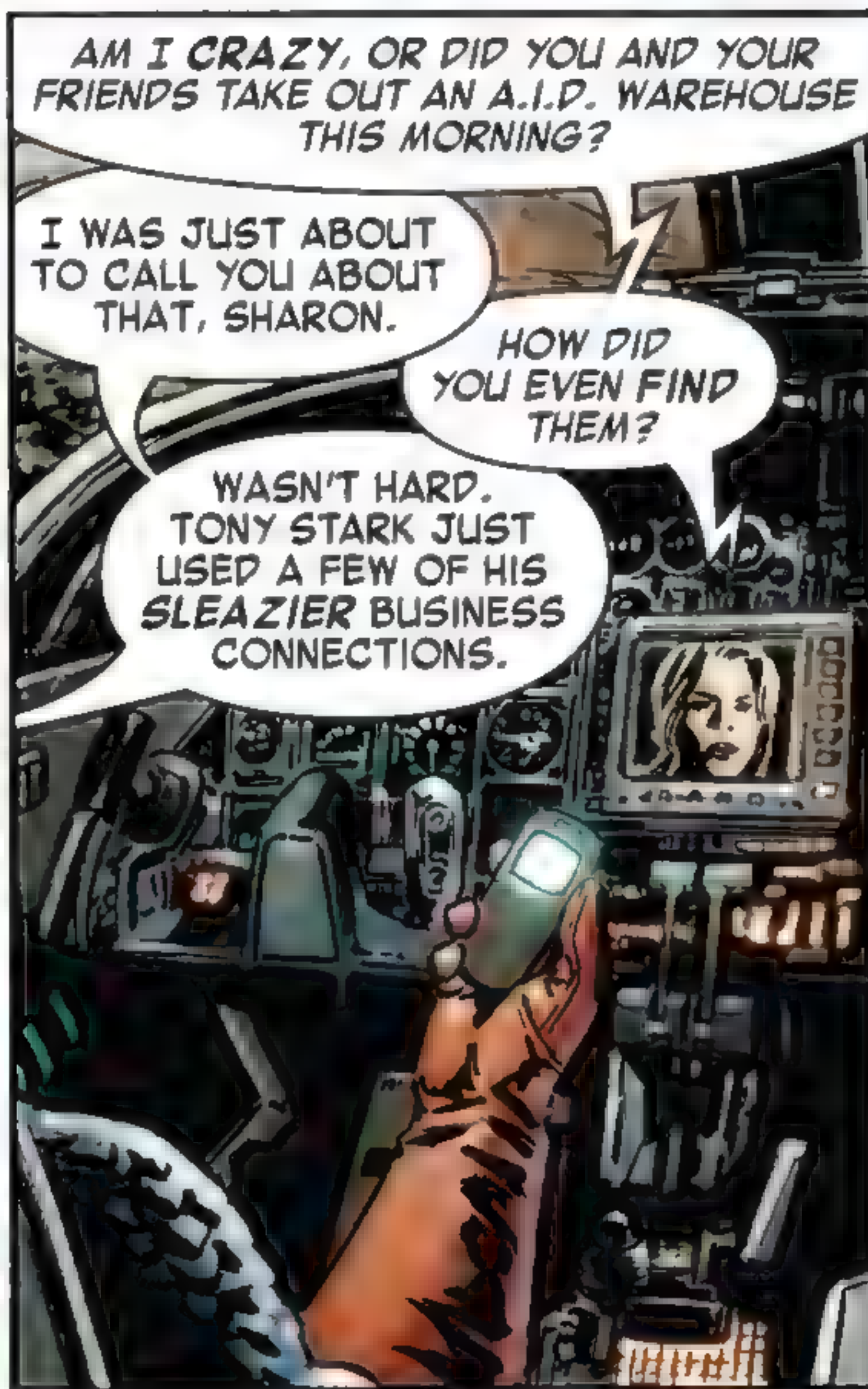
WE'LL
TAKE CARE
OF IT.



WE'RE GOOD, SURE...
BUT WE'VE GOT NO IDEA
WHAT WE'RE--

B-DEET-DEET!
B-DEET-DEET!

HANG
ON.



AM I CRAZY, OR DID YOU AND YOUR
FRIENDS TAKE OUT AN A.I.D. WAREHOUSE
THIS MORNING?

I WAS JUST ABOUT
TO CALL YOU ABOUT
THAT, SHARON.

HOW DID
YOU EVEN FIND
THEM?

WASN'T HARD.
TONY STARK JUST
USED A FEW OF HIS
SLEAZIER BUSINESS
CONNECTIONS.



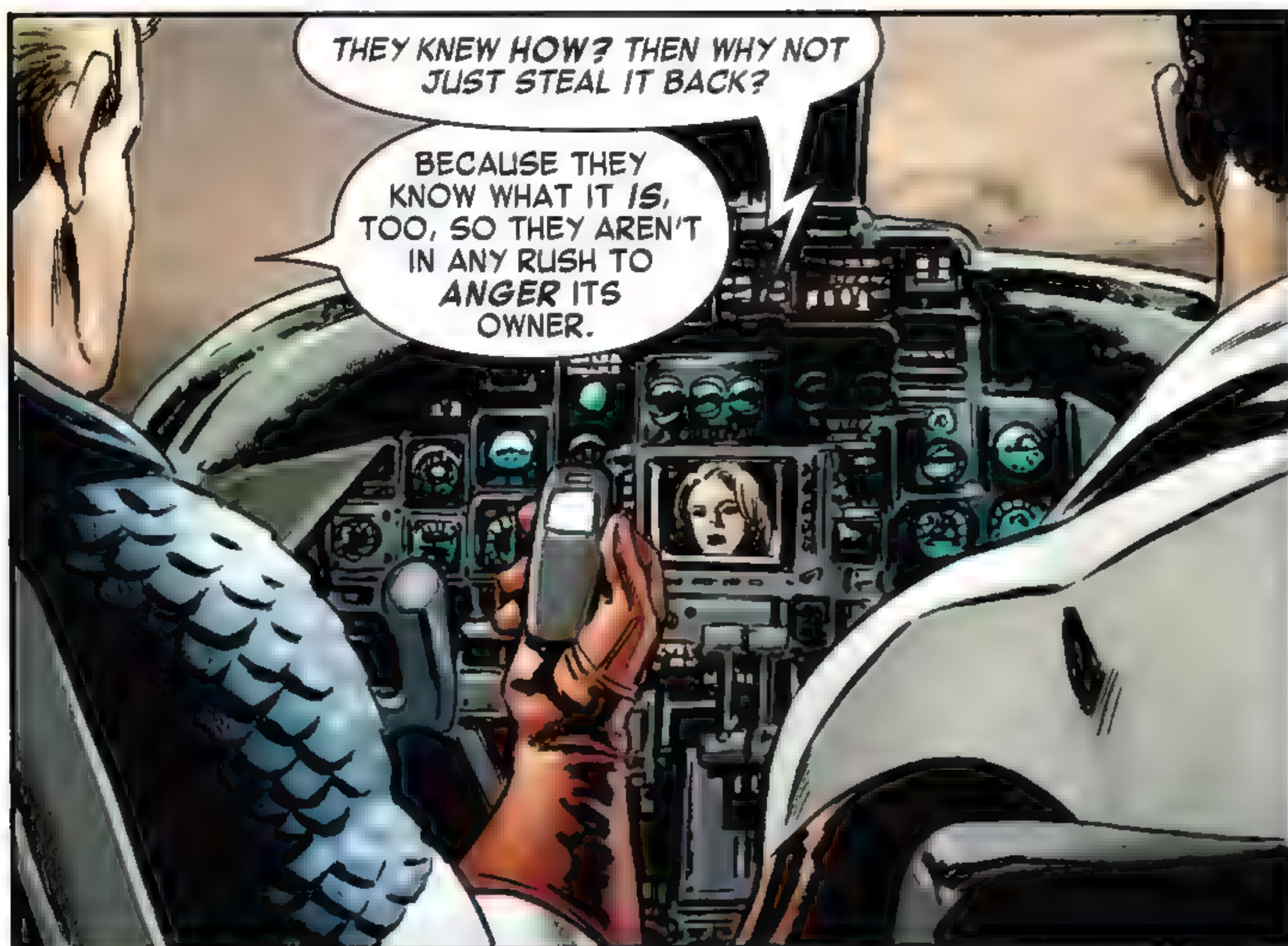
AND I'M ASSUMING
THERE WAS A PURPOSE
TO THIS?

STANDS TO REASON
WHEREVER THE CUBE IS,
LUKIN WILL HAVE IT UNDER
GUARD BY HIS BEST
PEOPLE...

...AND THAT'LL
INCLUDE
THE WINTER
SOLDIER.



SO, I NEEDED
SOMEONE TO
TELL ME HOW
TO FIND THE
CUBE.



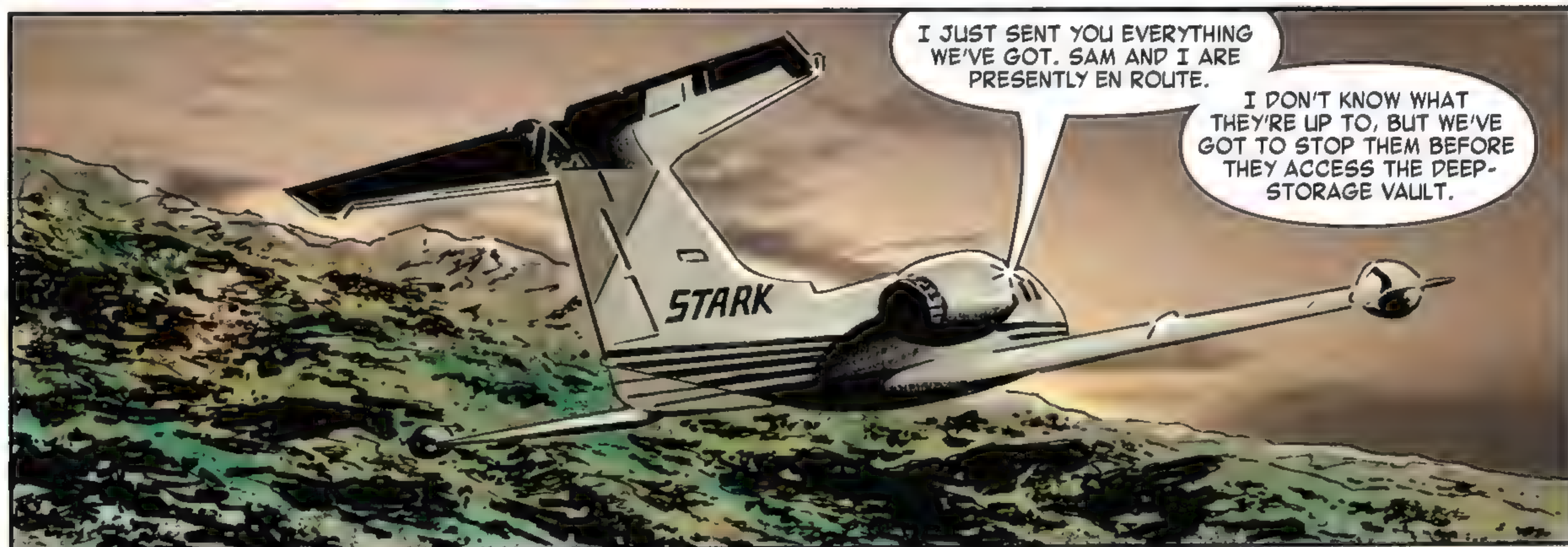
THEY KNEW HOW? THEN WHY NOT JUST STEAL IT BACK?

BECAUSE THEY KNOW WHAT IT IS, TOO, SO THEY AREN'T IN ANY RUSH TO ANGER ITS OWNER.



SO WHAT DID YOU FIND OUT?

THAT LUKIN IS TAKING THE CUBE TO AN UNDERGROUND RESEARCH FACILITY IN THE MOUNTAINS OF WEST VIRGINIA.



I JUST SENT YOU EVERYTHING WE'VE GOT. SAM AND I ARE PRESENTLY EN ROUTE.

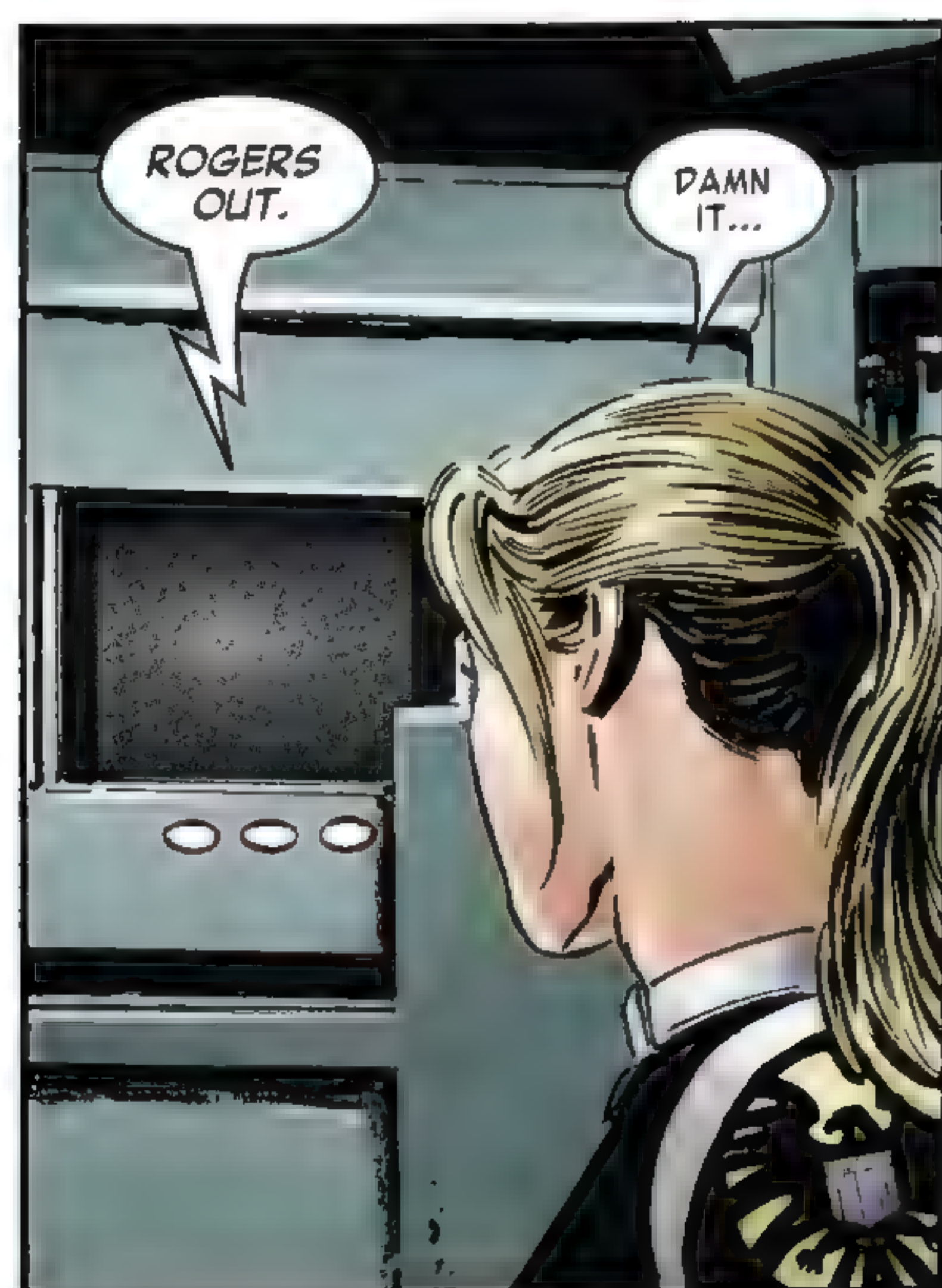
I DON'T KNOW WHAT THEY'RE UP TO, BUT WE'VE GOT TO STOP THEM BEFORE THEY ACCESS THE DEEP-STORAGE VAULT.



YOU'RE ALREADY--? YOU SHOULD'VE CALLED ME SOONER.

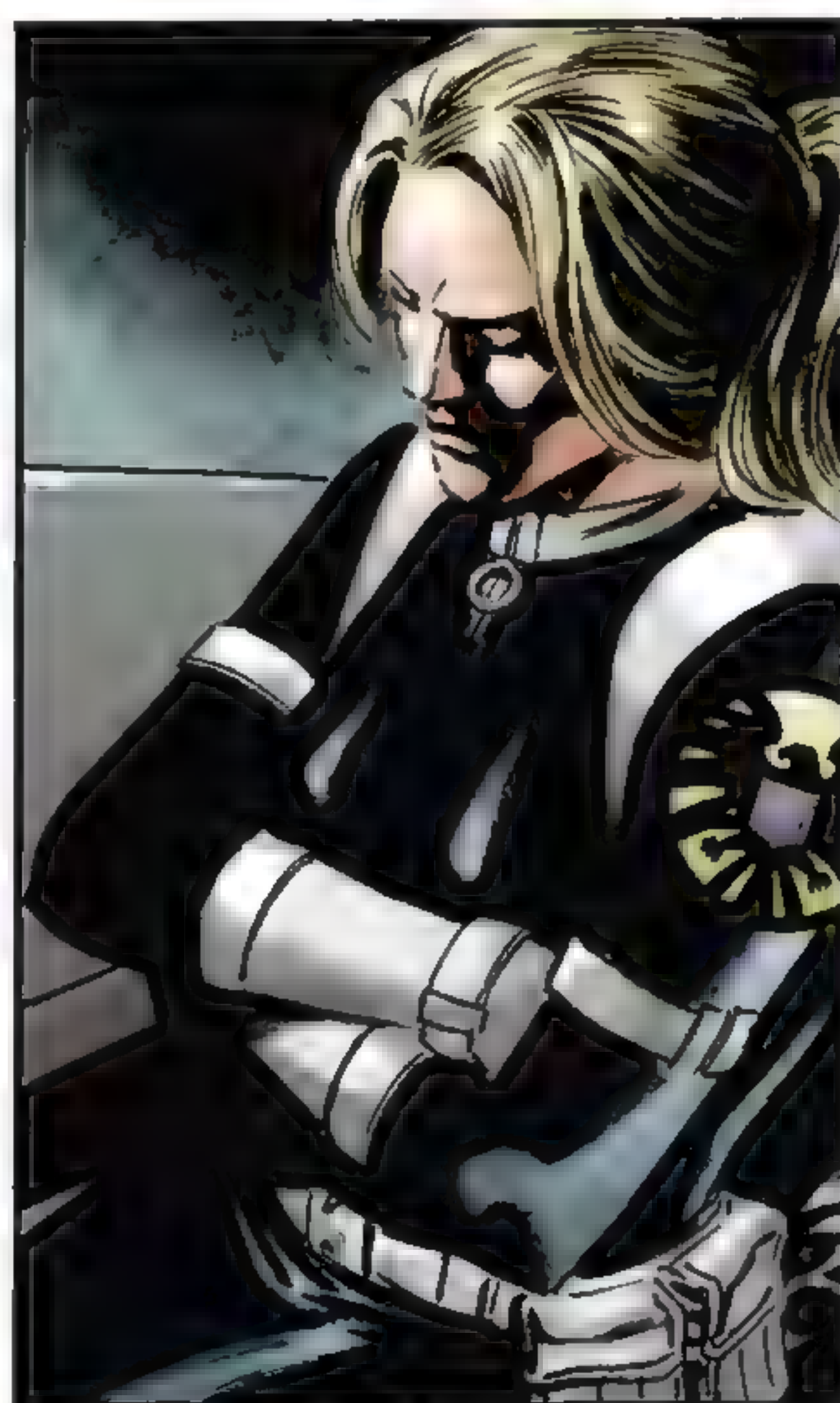
SO FURY CAN GET TIED UP IN RED TAPE AGAIN? NO THANKS.

JUST CONSIDER THIS A RELIABLE TIP THAT THERE'S A WEAPON OF MASS DESTRUCTION AT THE COORDINATES I JUST SENT YOU.

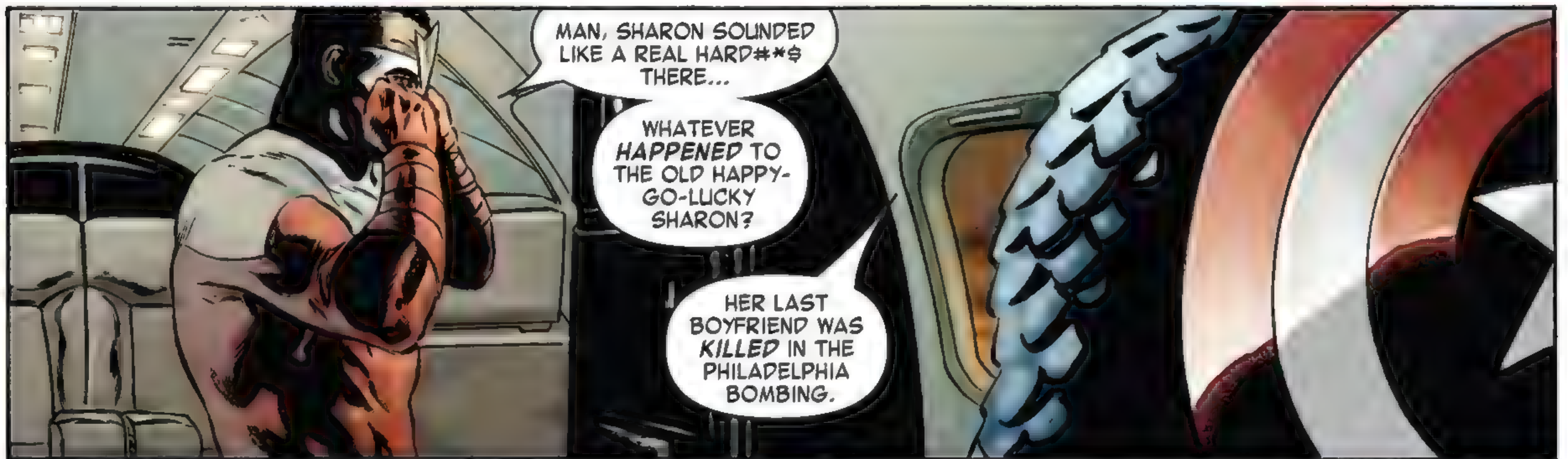


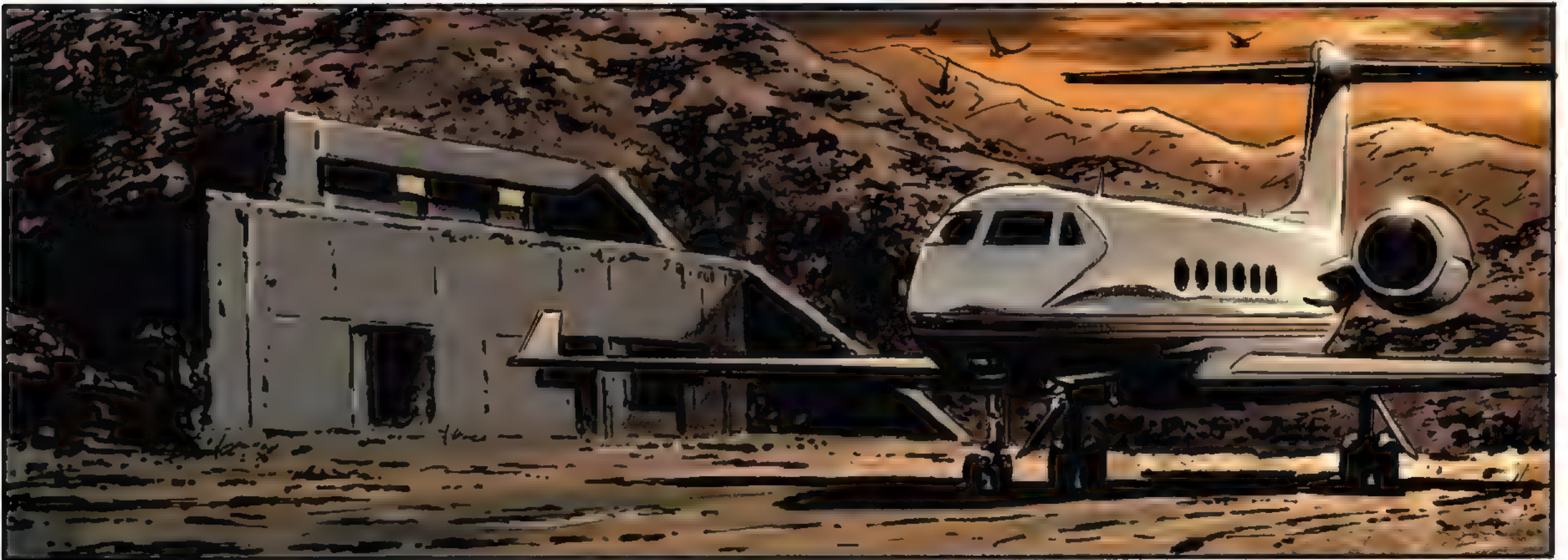
ROGERS OUT.

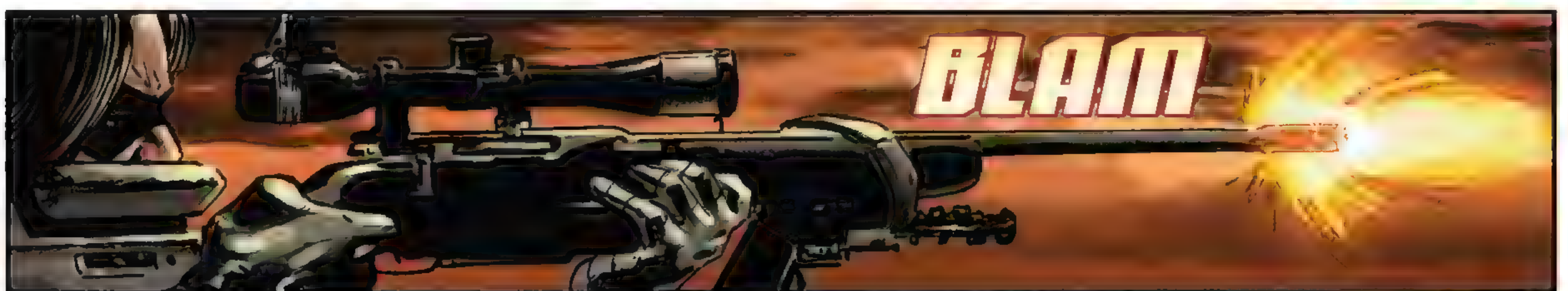
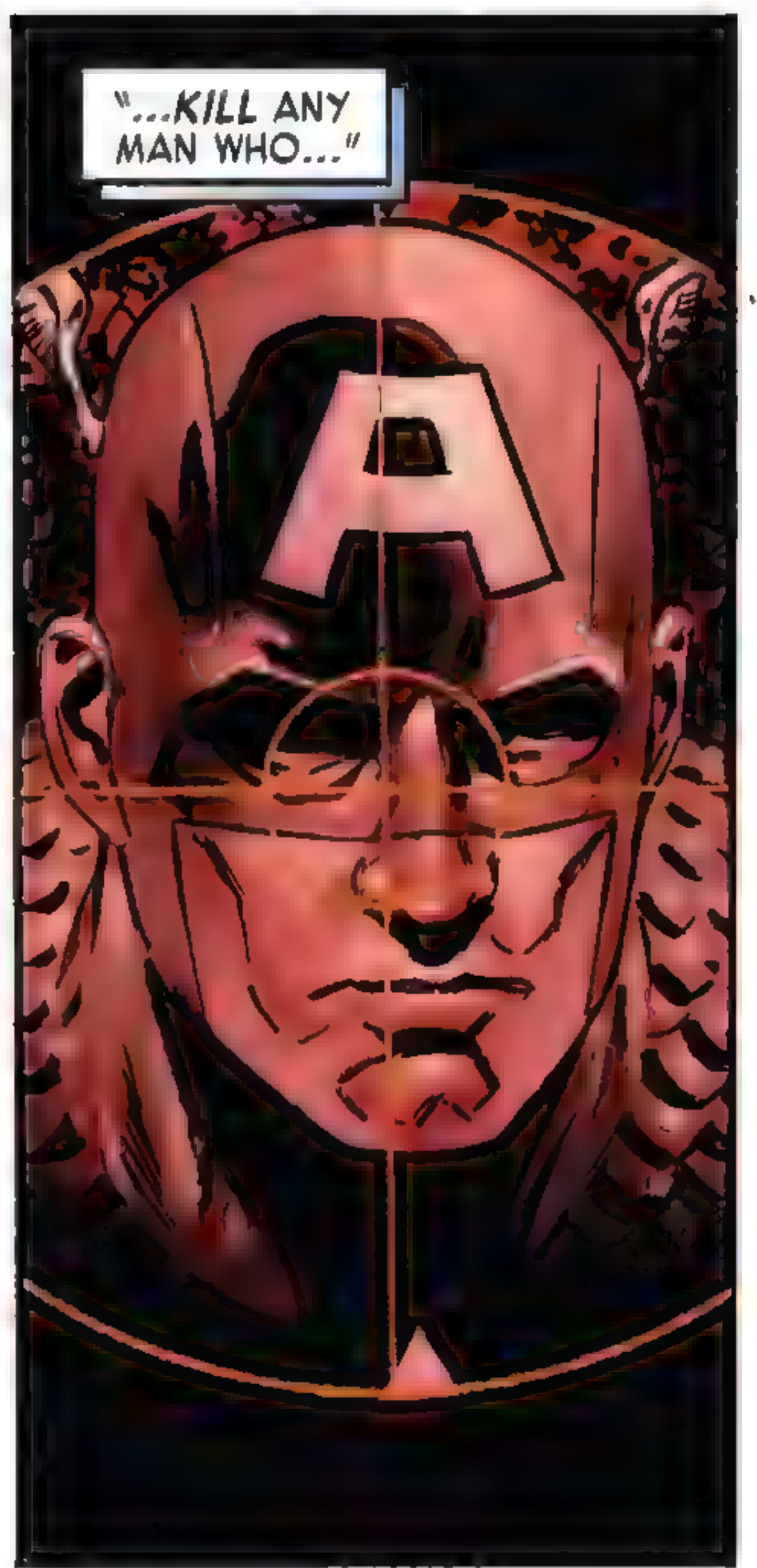
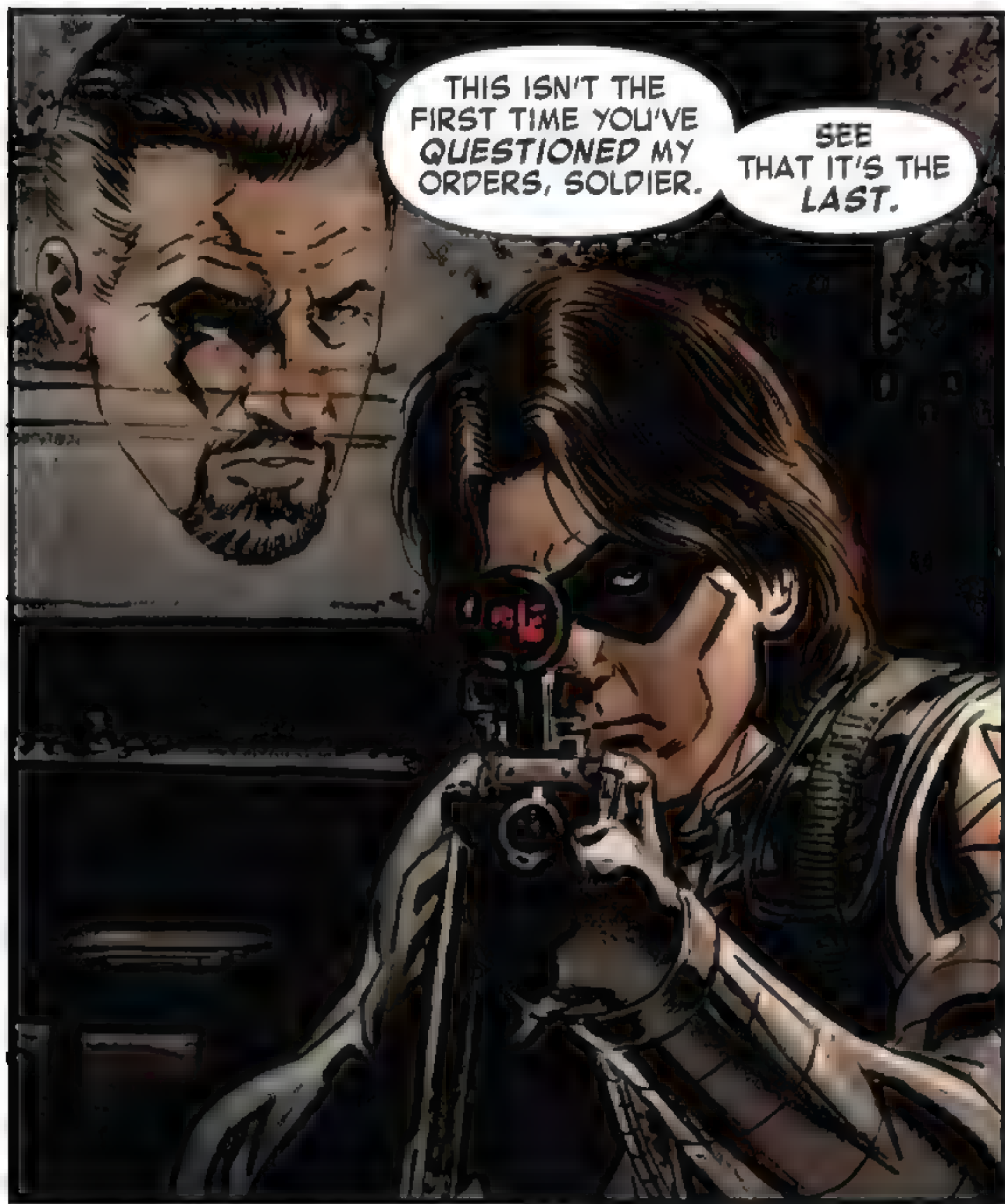
DAMN IT...



THIS IS AGENT 13. I NEED A STRIKE TEAM READY... NOW.







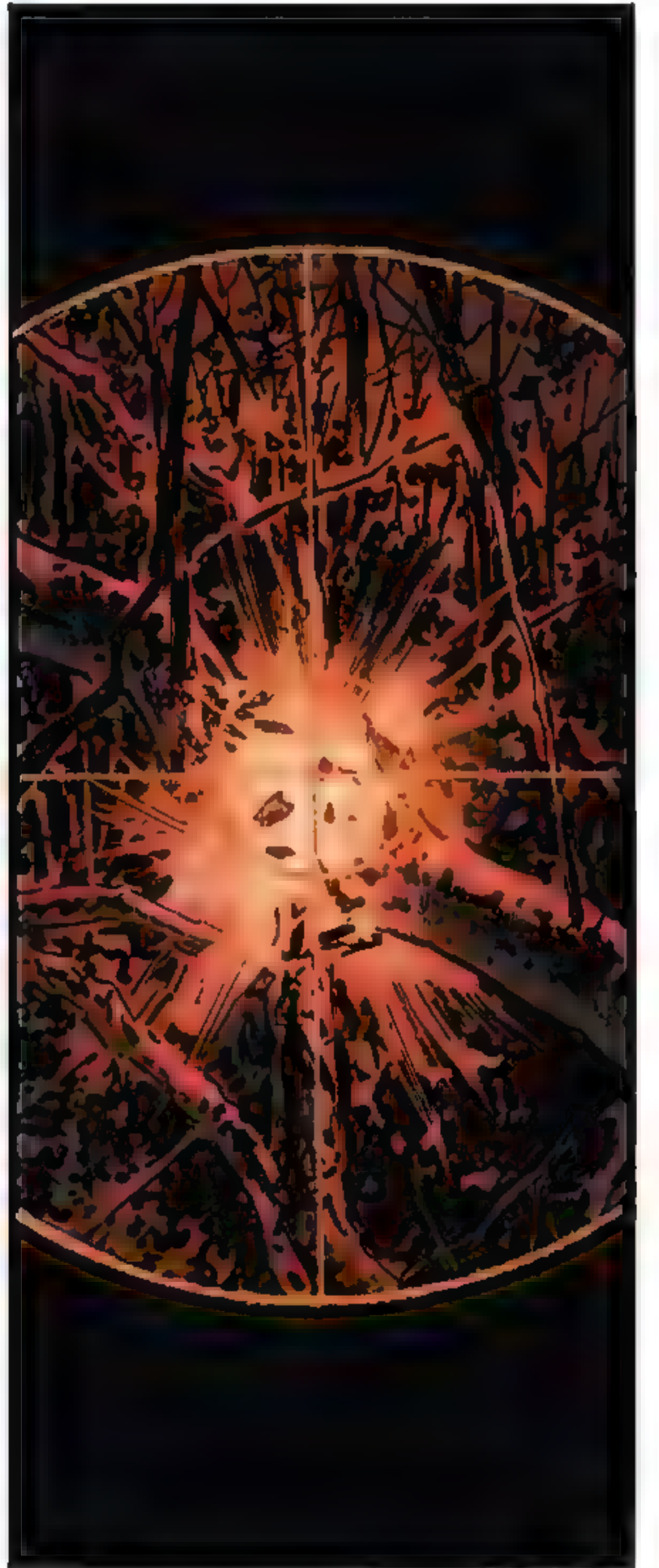
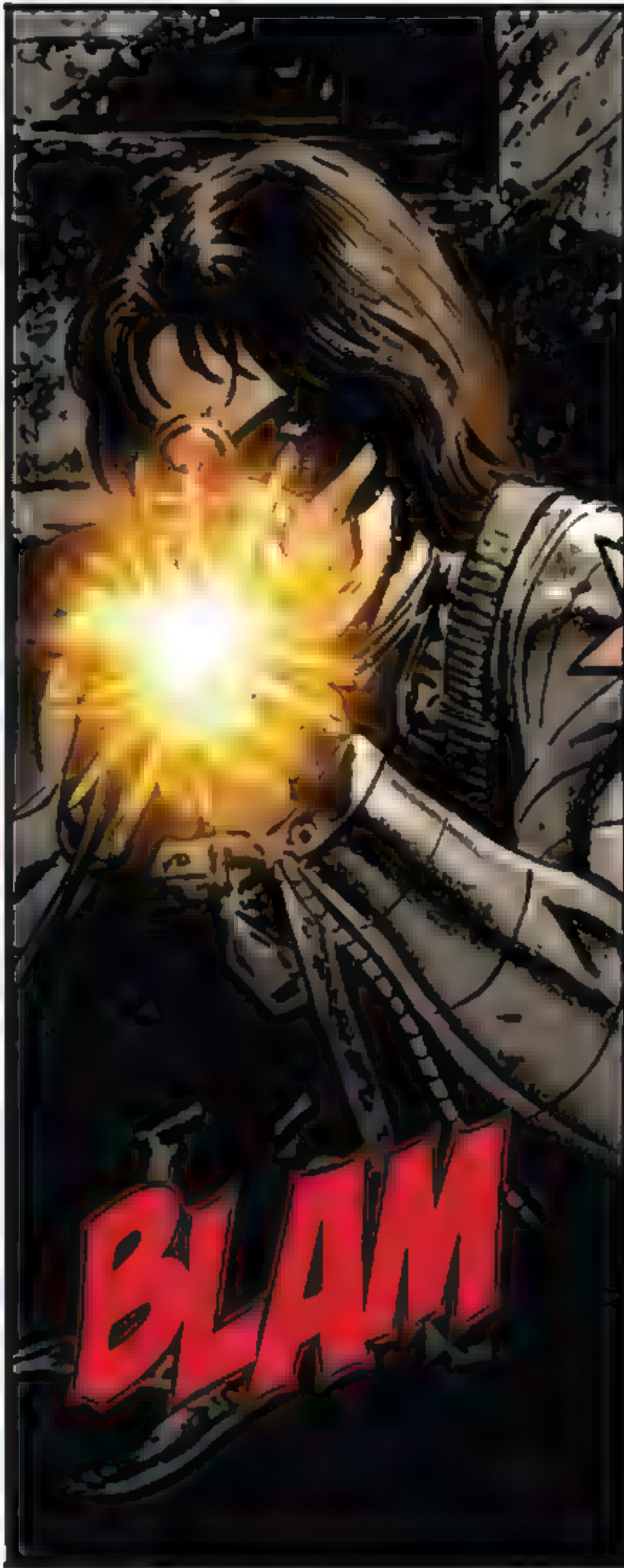
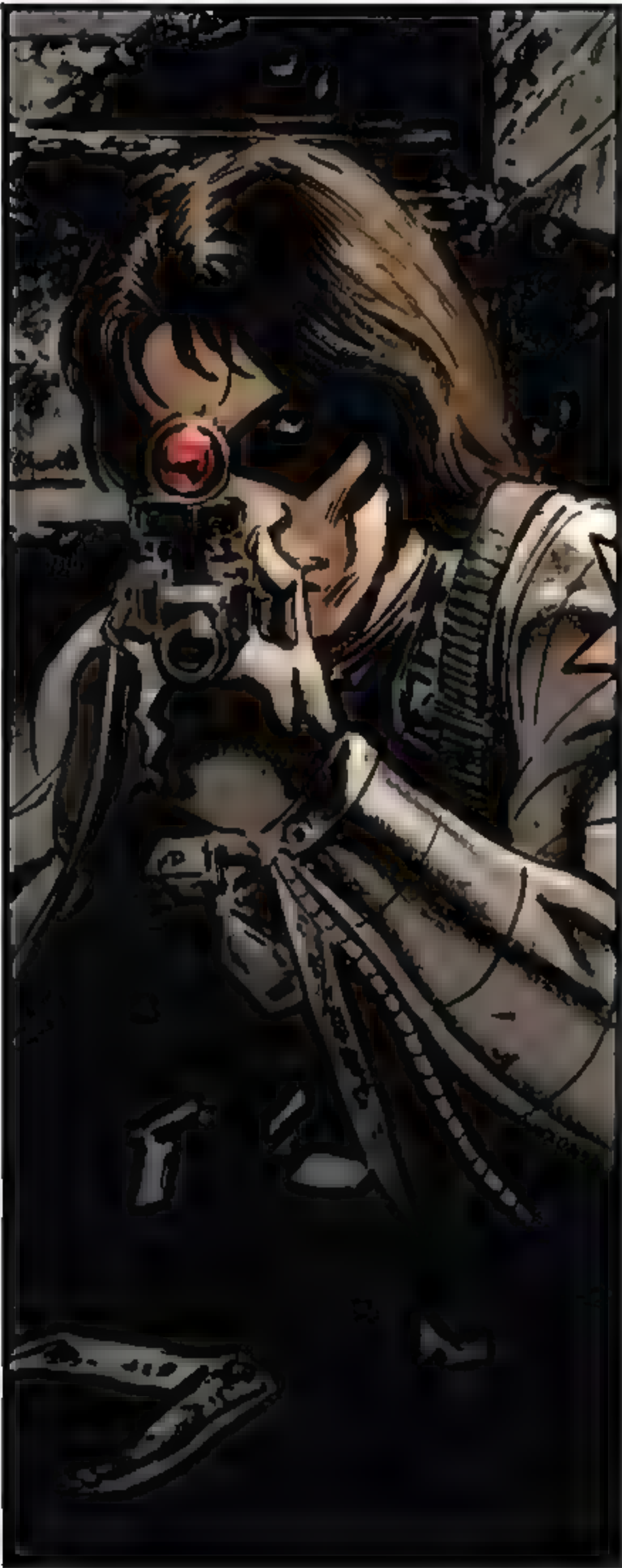
NO.
14

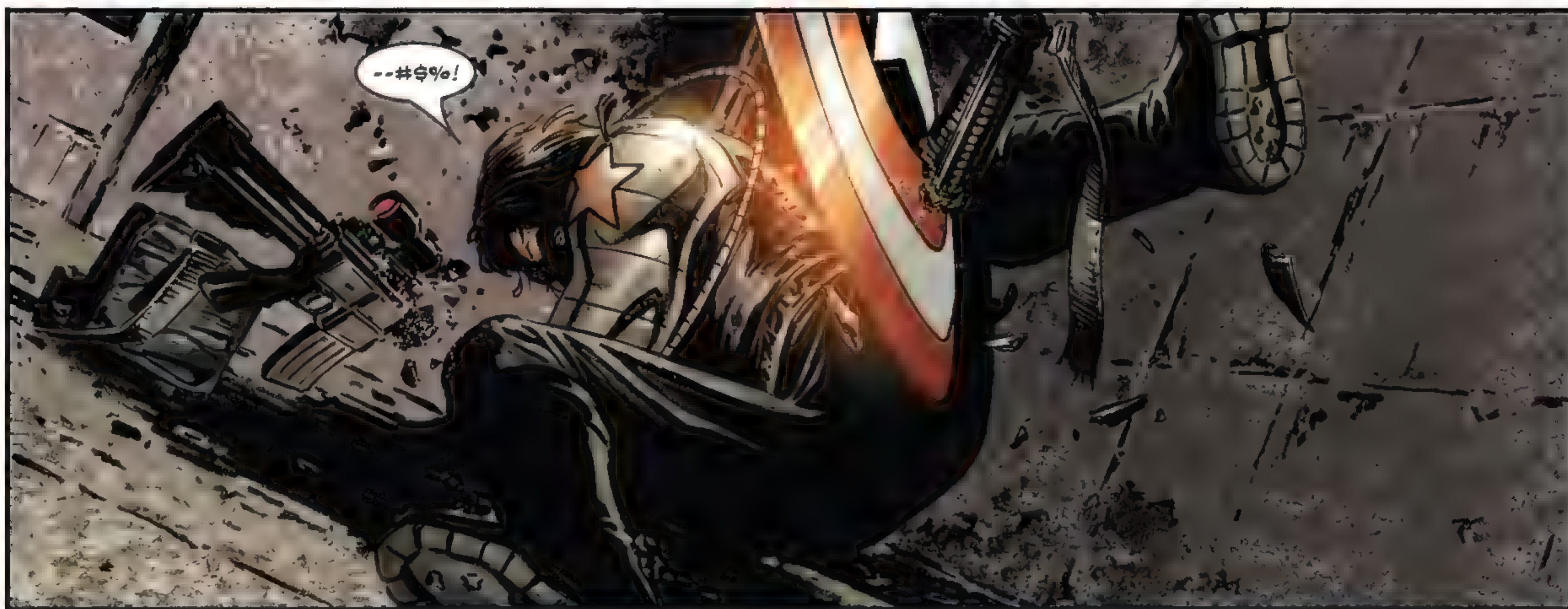
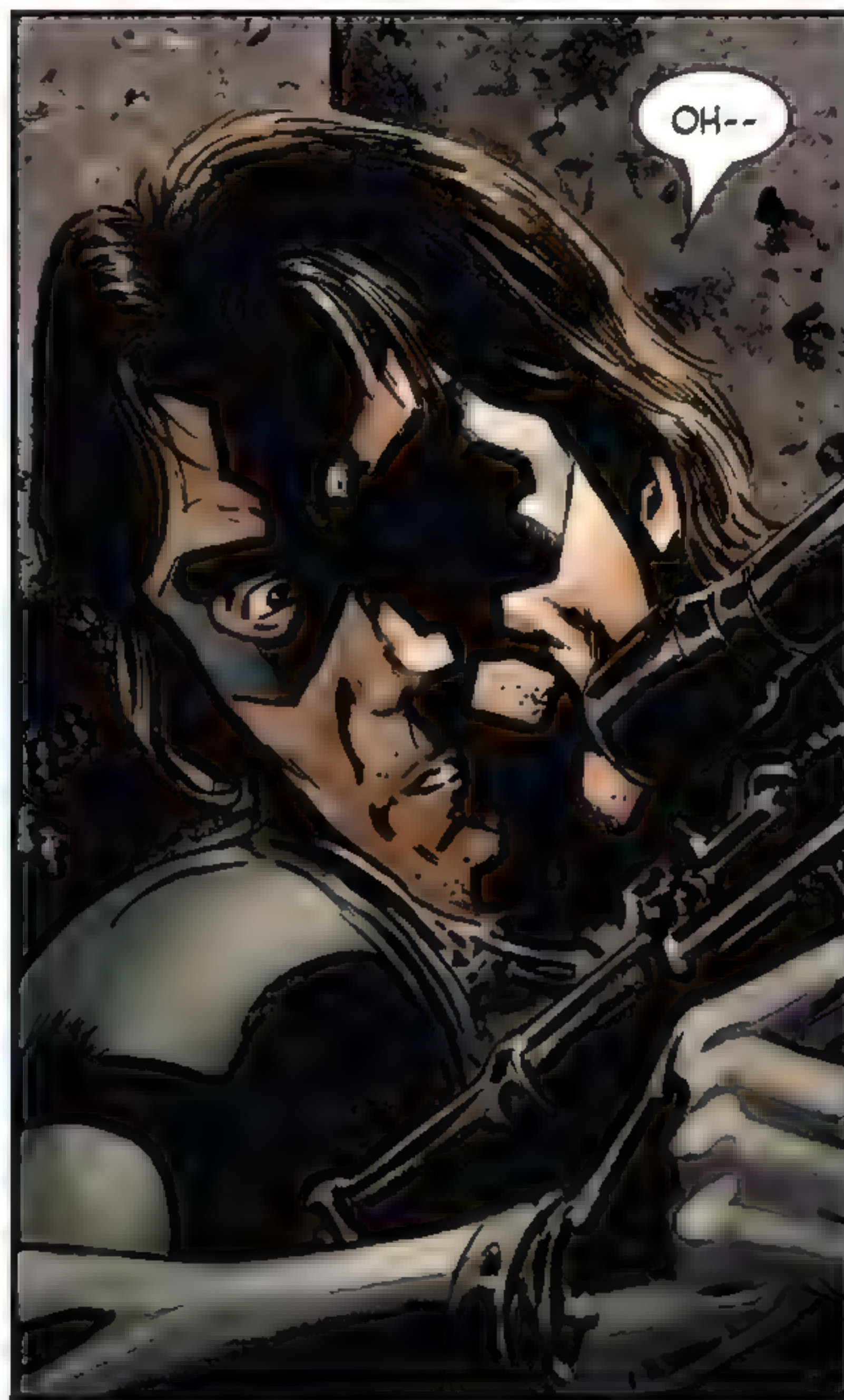
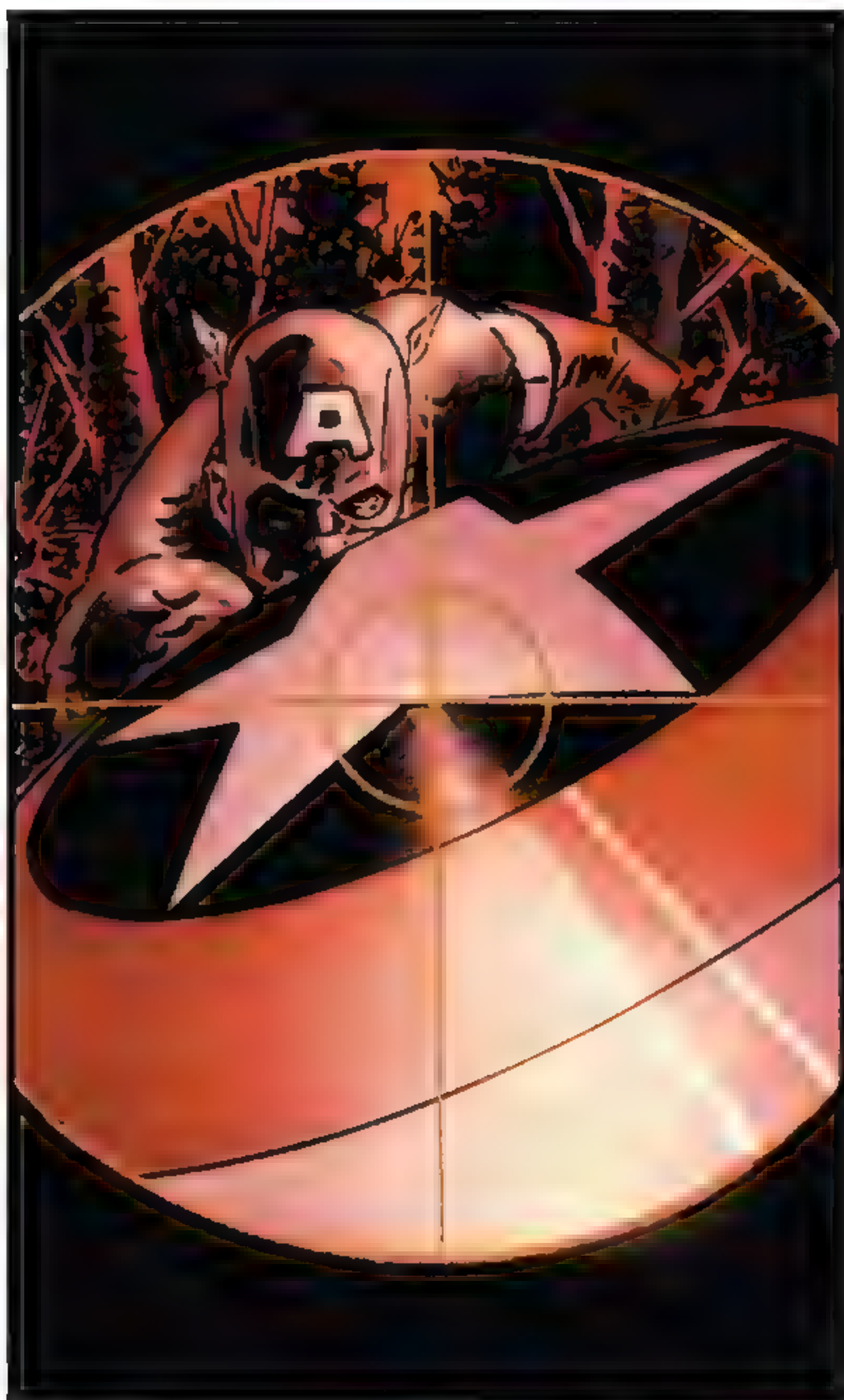
CAPTAIN AMERICA

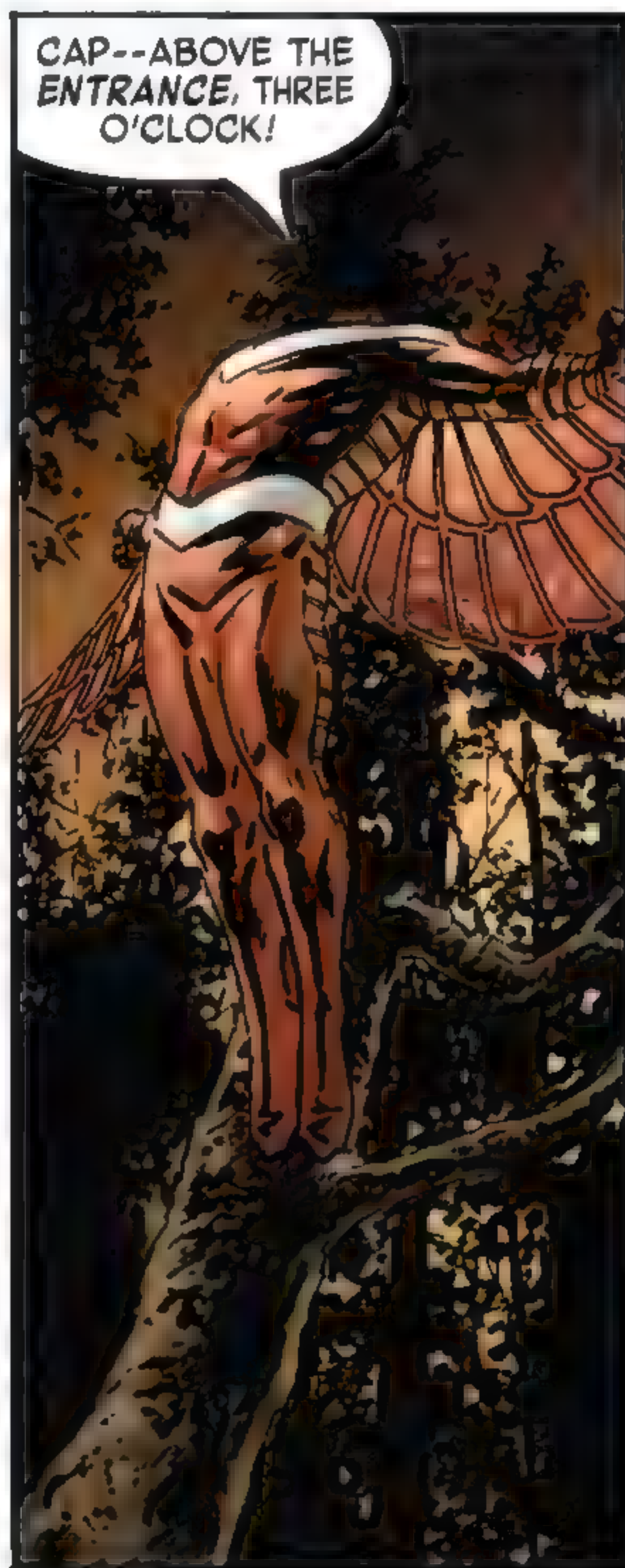
COMICS

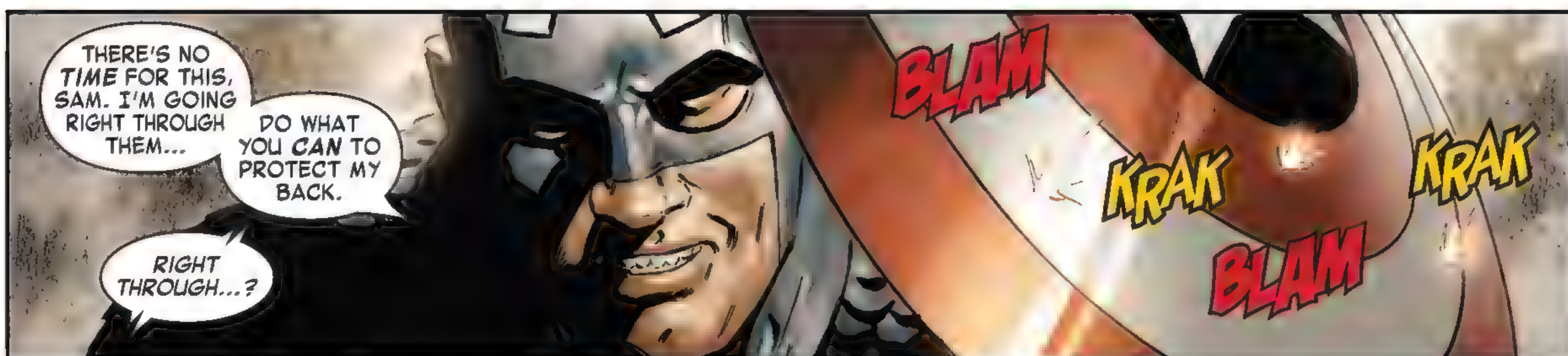
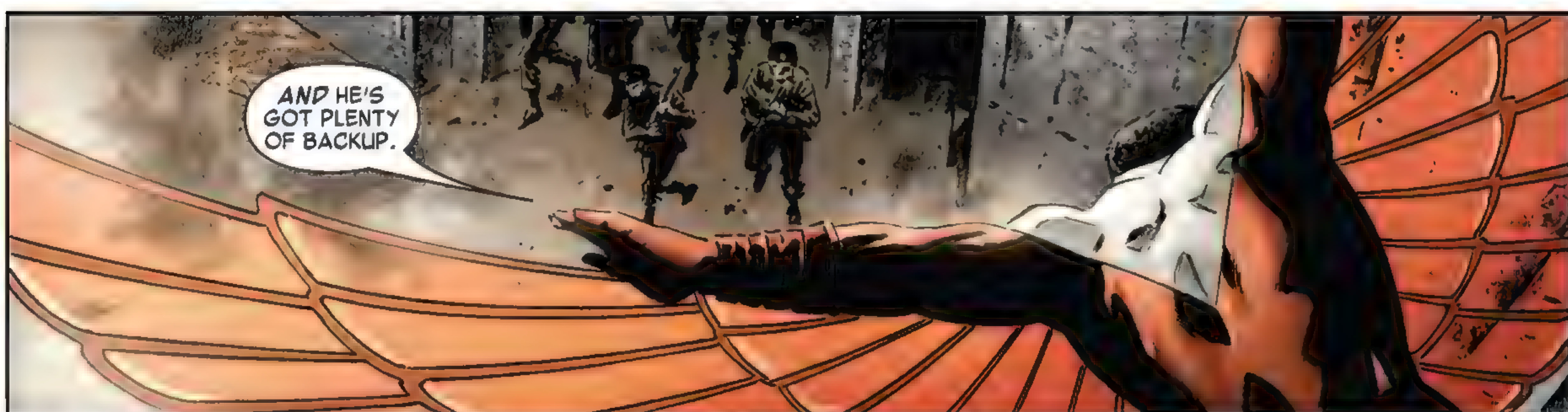


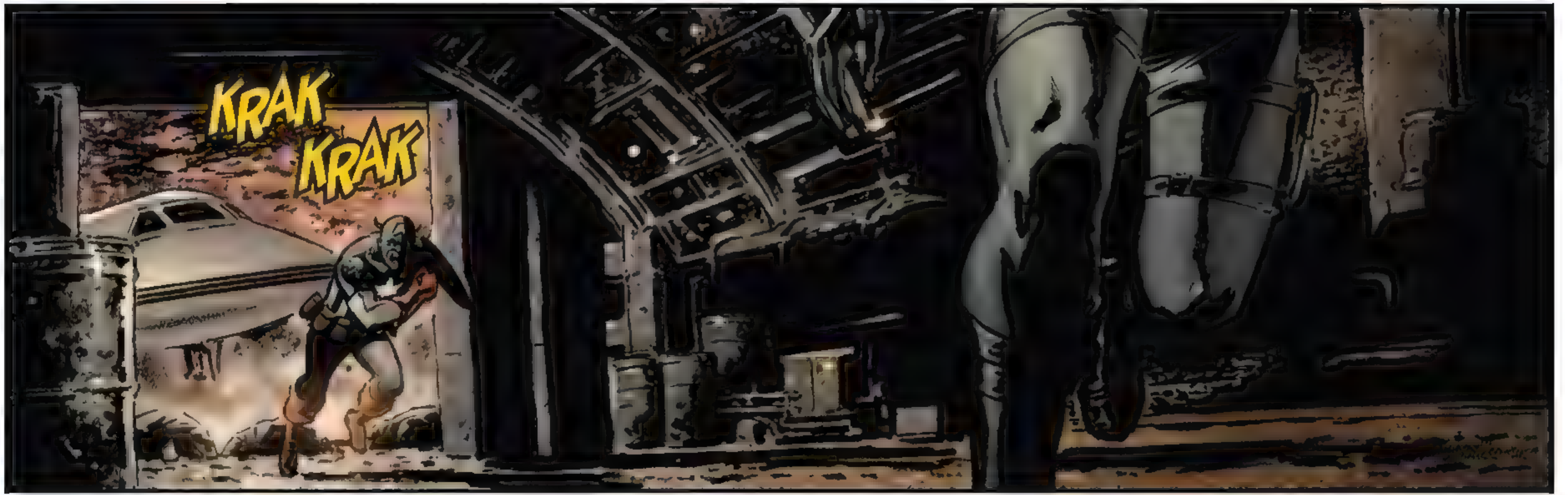
CAPTAIN AMERICA #14
"THE WINTER SOLDIER, CONCLUSION"







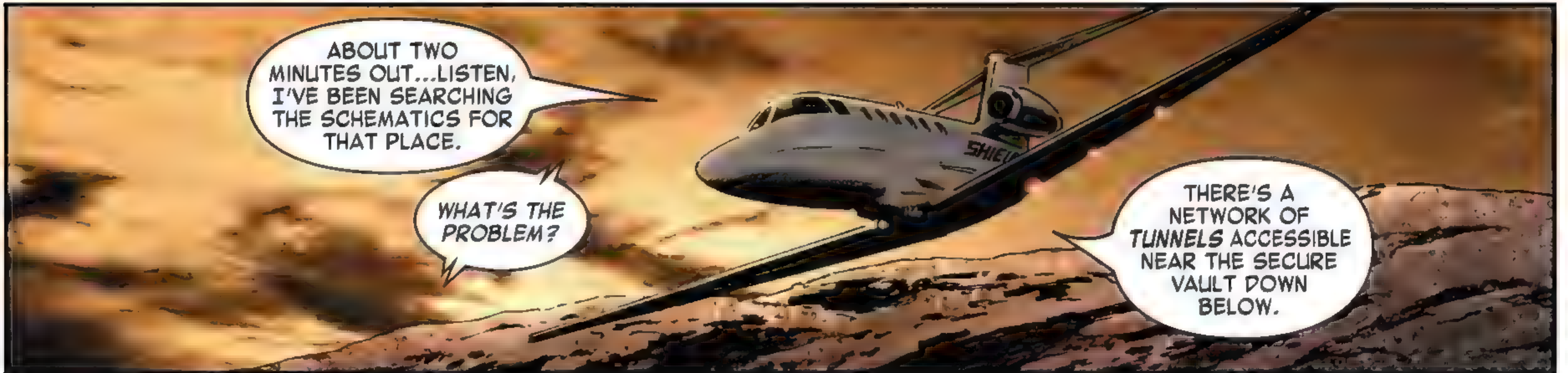






STEVE,
IT'S SHARON...
ARE YOU IN
YET?

YEAH. NO
SIGN OF LUKIN
SO FAR, BUT THE
WINTER SOLDIER'S
HERE. WHERE
ARE YOU?



ABOUT TWO
MINUTES OUT...LISTEN,
I'VE BEEN SEARCHING
THE SCHEMATICS FOR
THAT PLACE.

WHAT'S THE
PROBLEM?

THERE'S A
NETWORK OF
TUNNELS ACCESSIBLE
NEAR THE SECURE
VAULT DOWN
BELOW.



LUK--

TUNNELS
TO WHERE?

ALL THROUGH
THIS MOUNTAIN
RANGE.

IF YOU
SCRUBBED HIS
MISSION, HE'LL GO
TO PLAN B, WHICH IS
PROBABLY TO GET
AWAY...WITH
THE CUBE.



AND IF
HE GETS DOWN
THERE, HE'S
GONE.

YOU HAVE TO
STOP HIM HERE...OR
WE'RE BACK TO
SQUARE ONE.



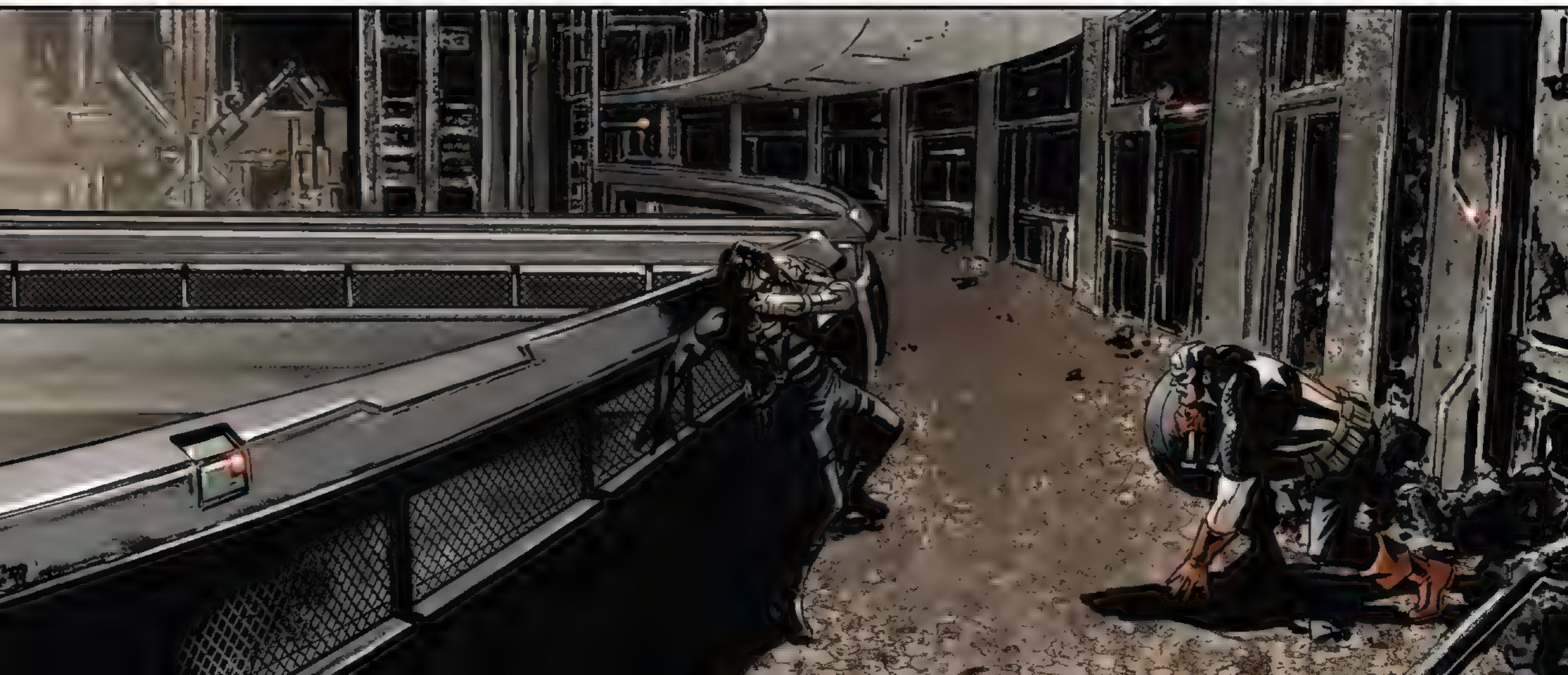
NO...
THERE'S NO
GOING BACK
NOW.

I'LL
STOP HIM.

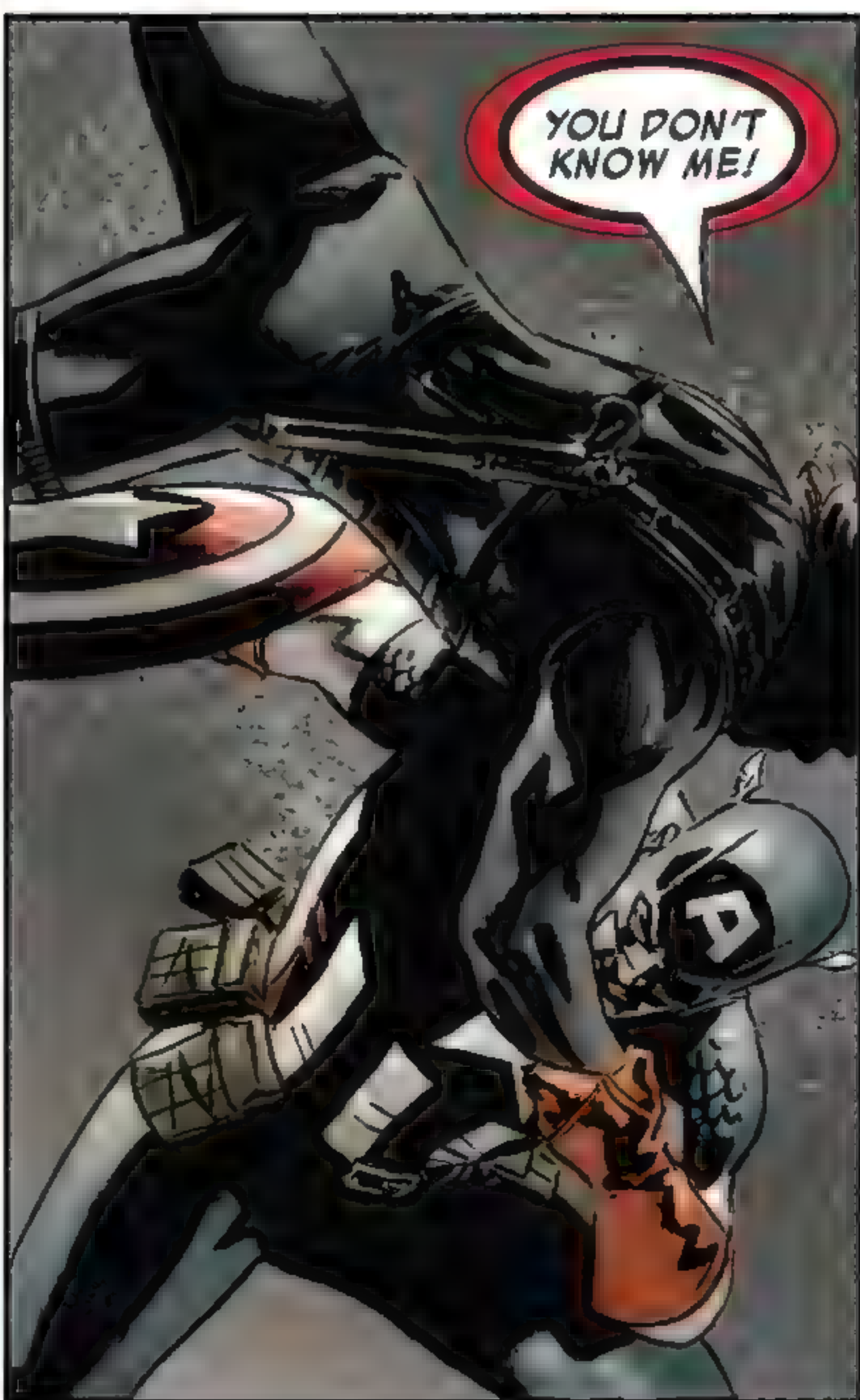
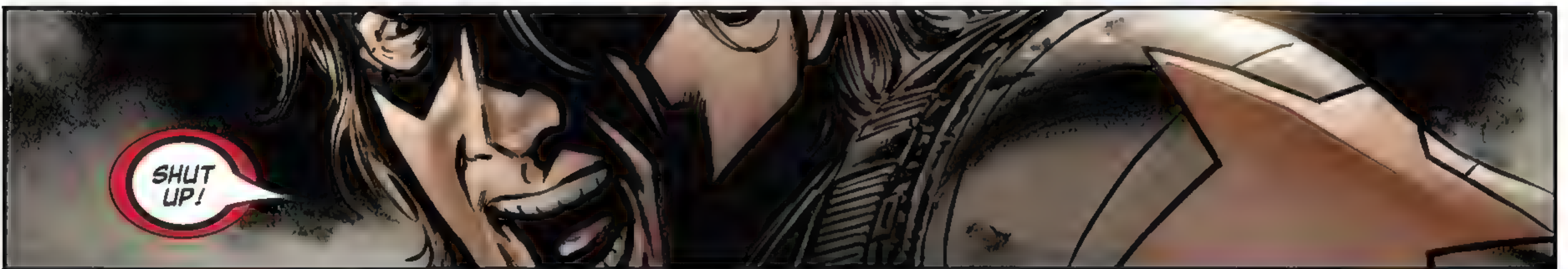
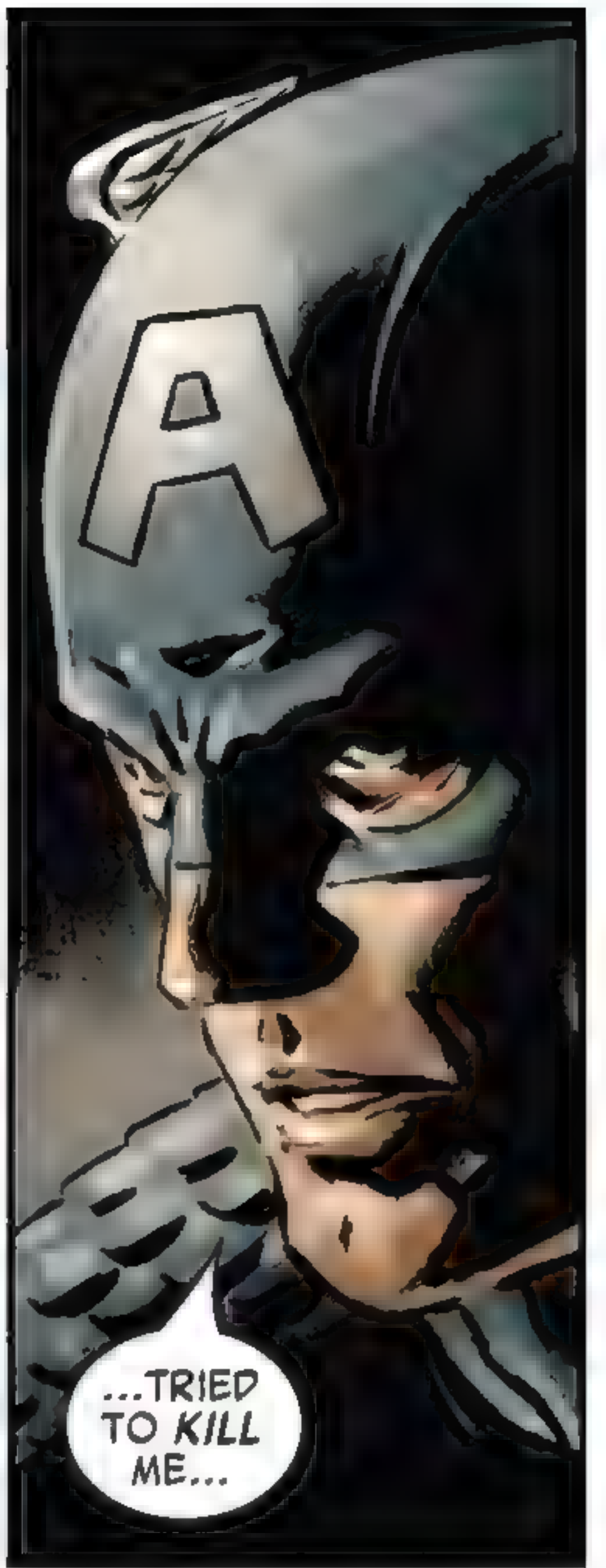
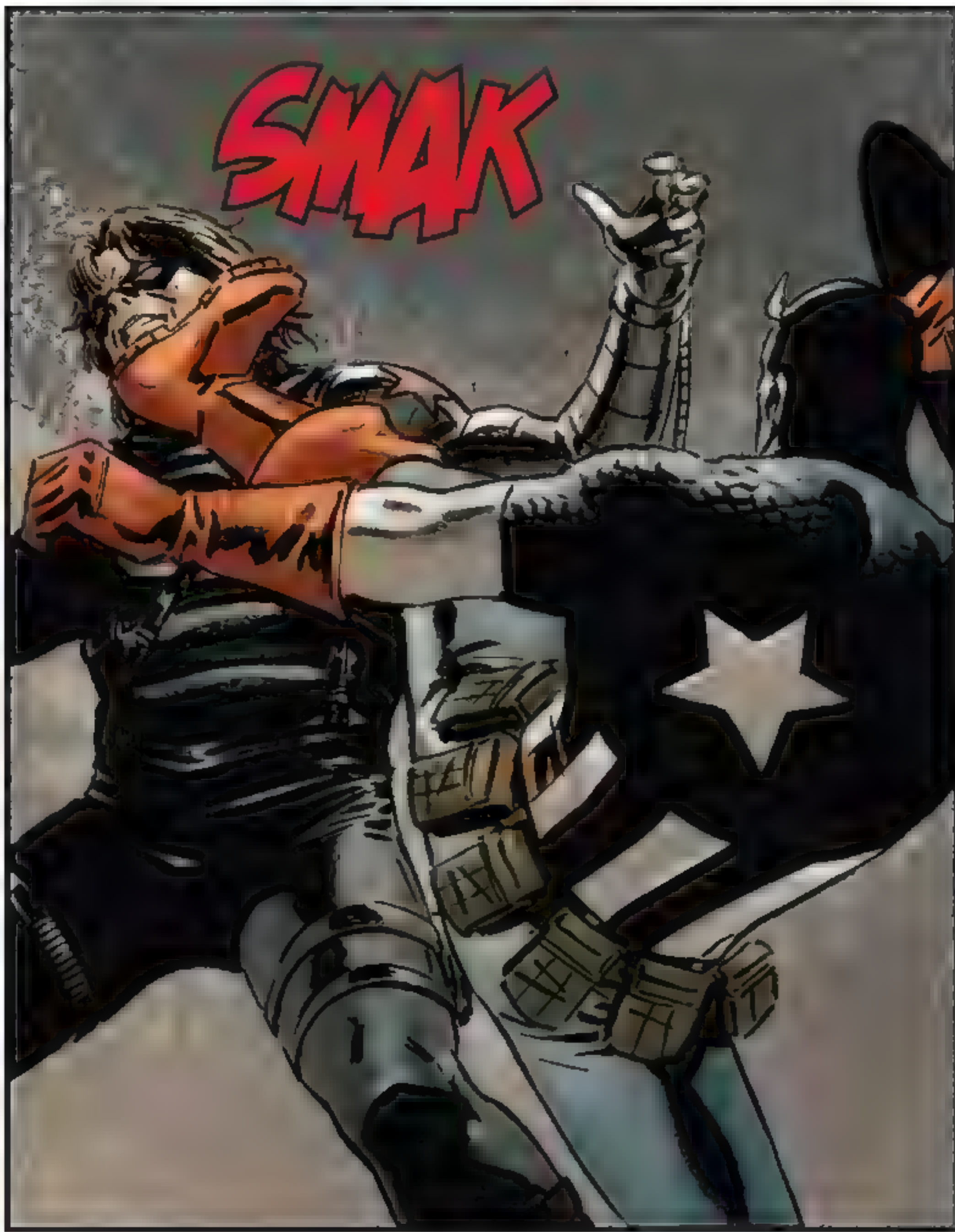
AGG--

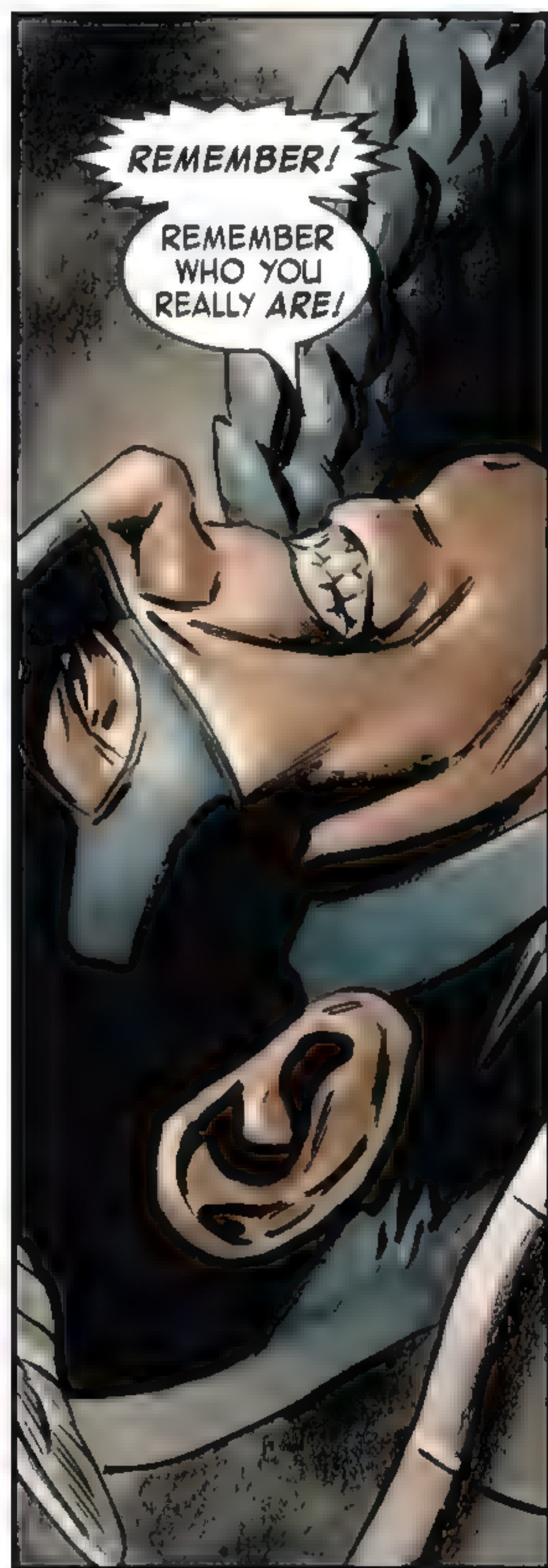
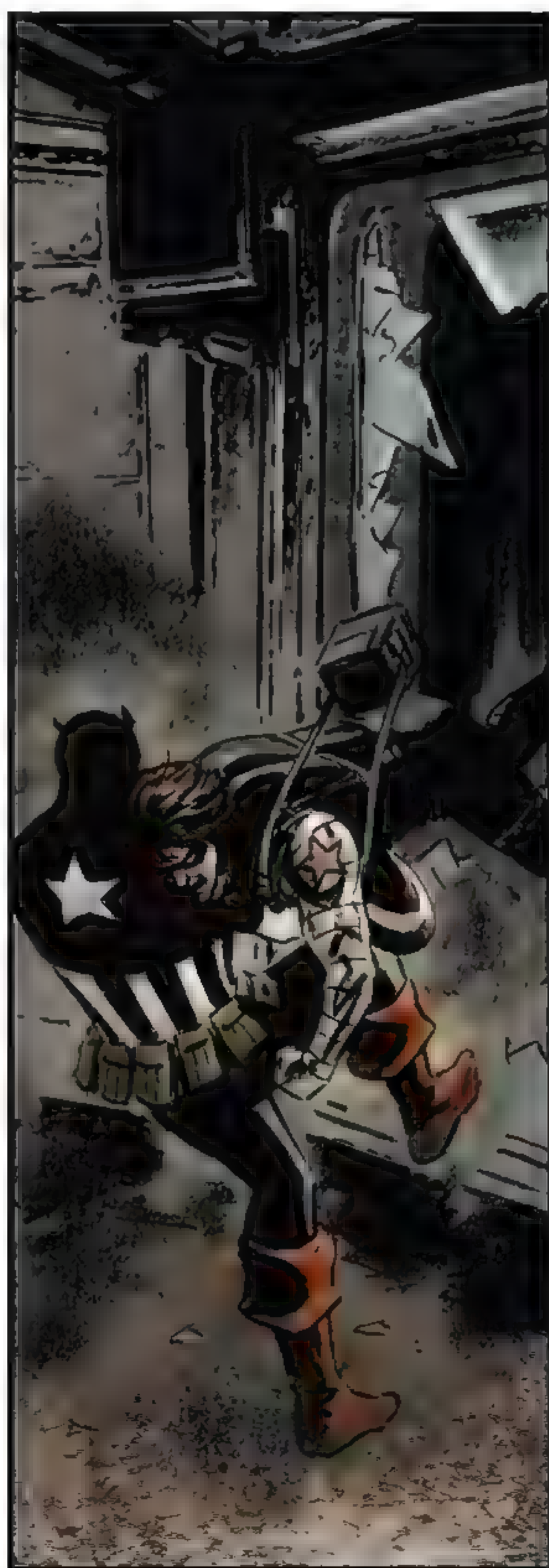
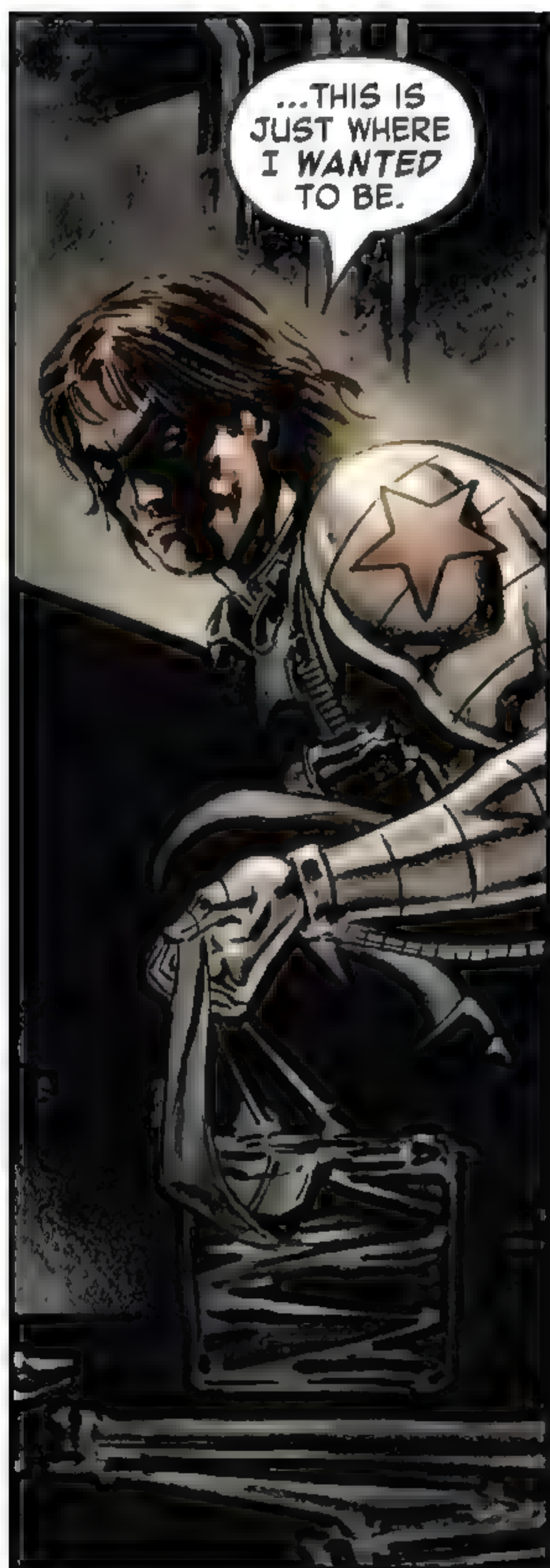
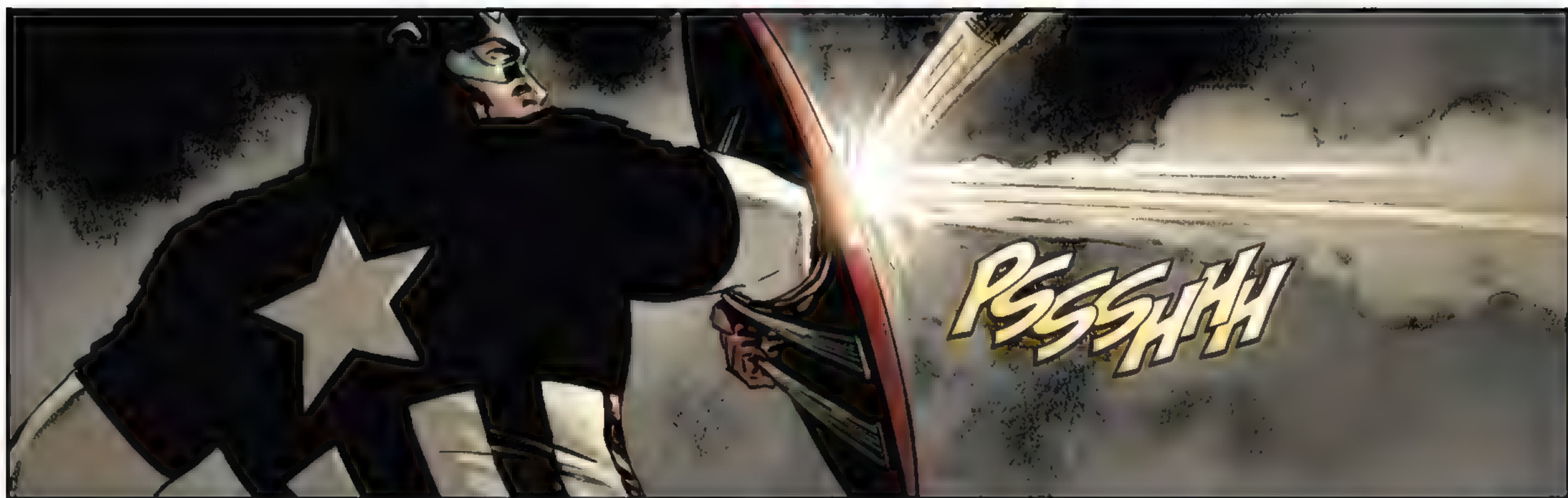


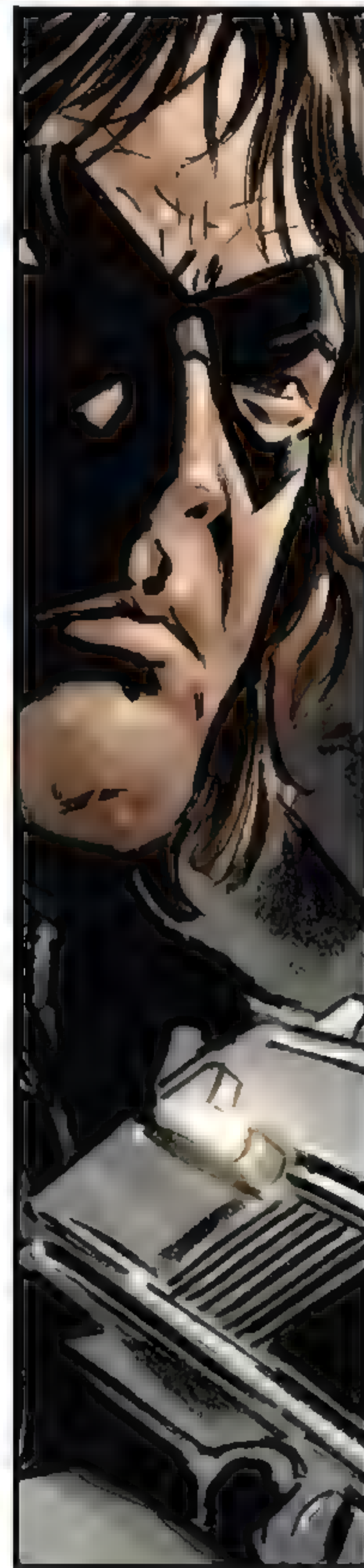
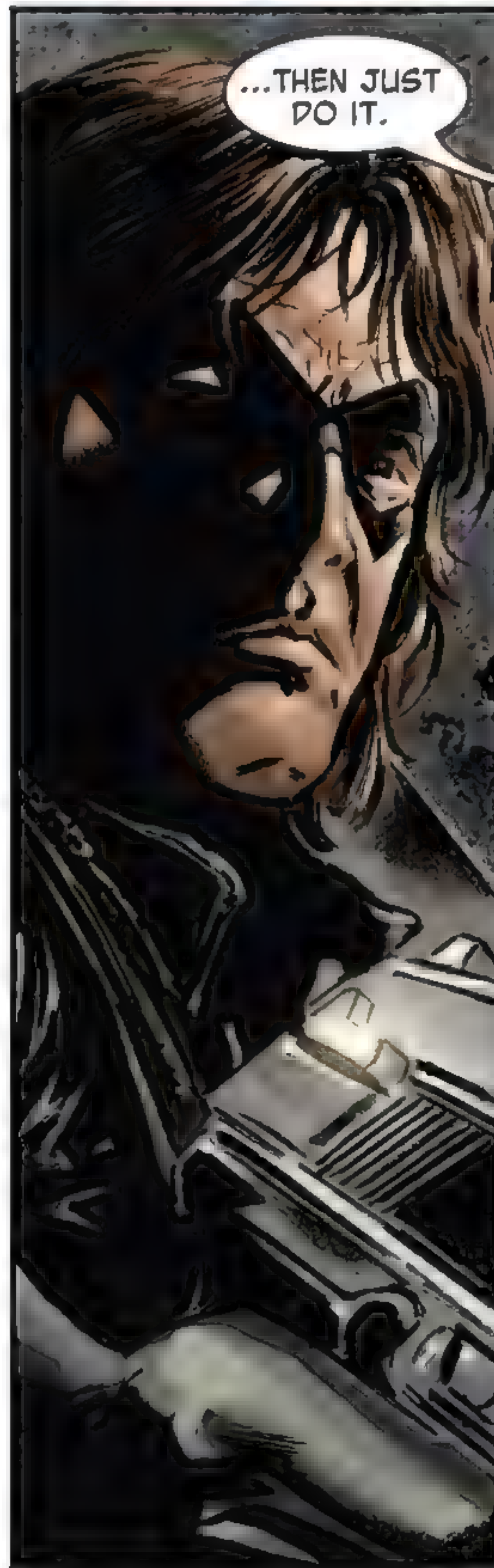


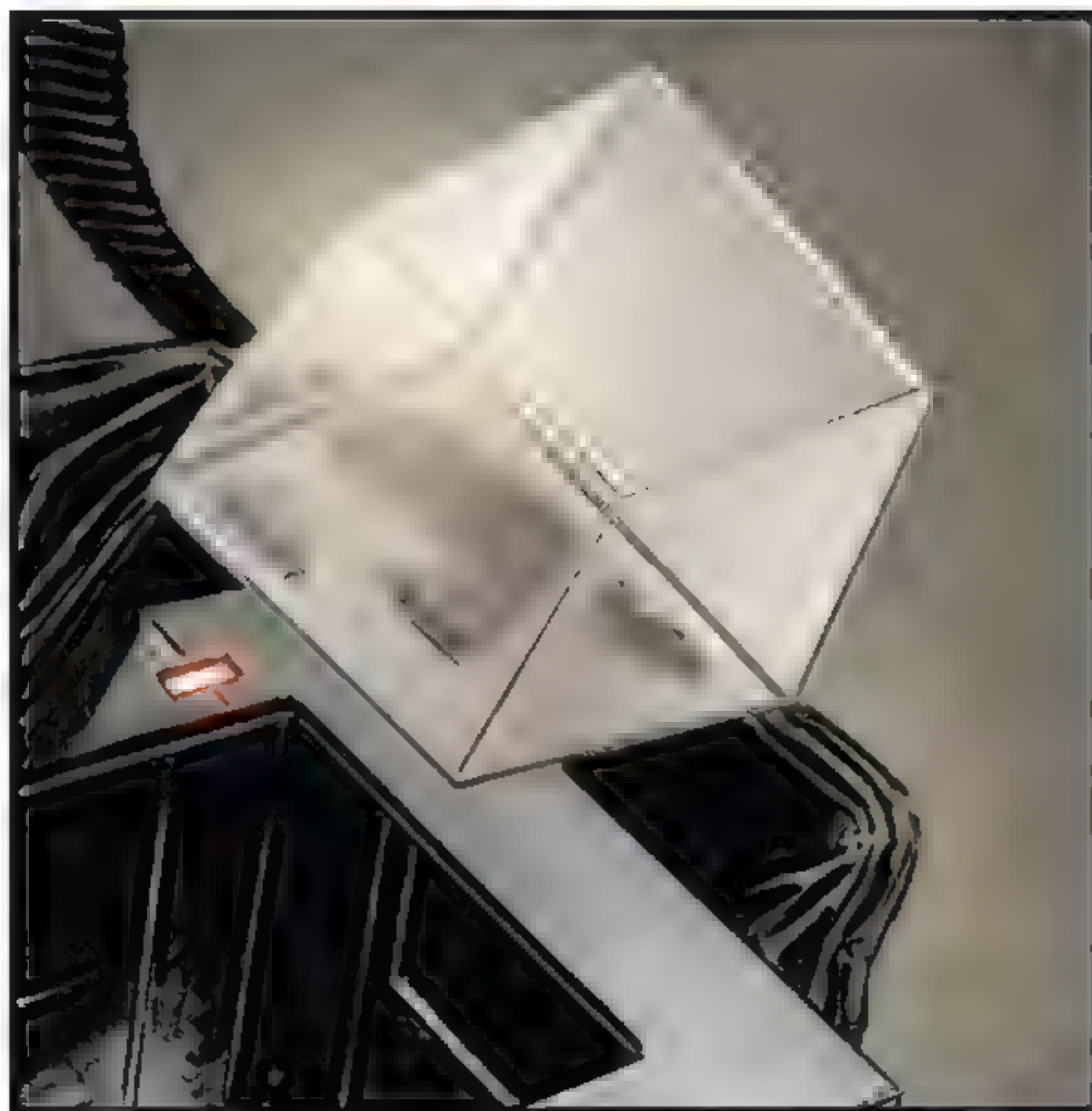
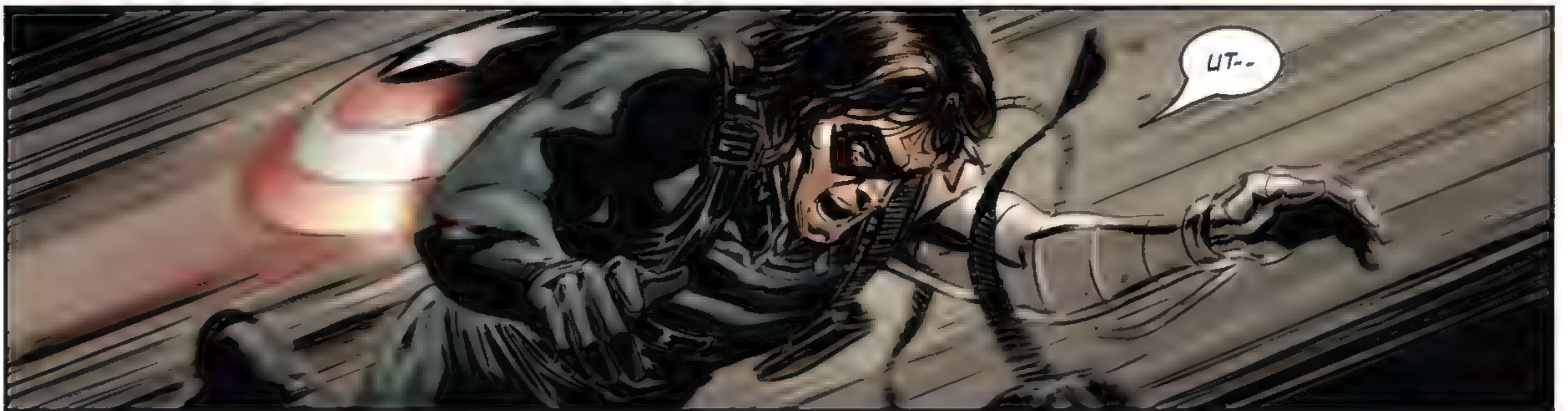
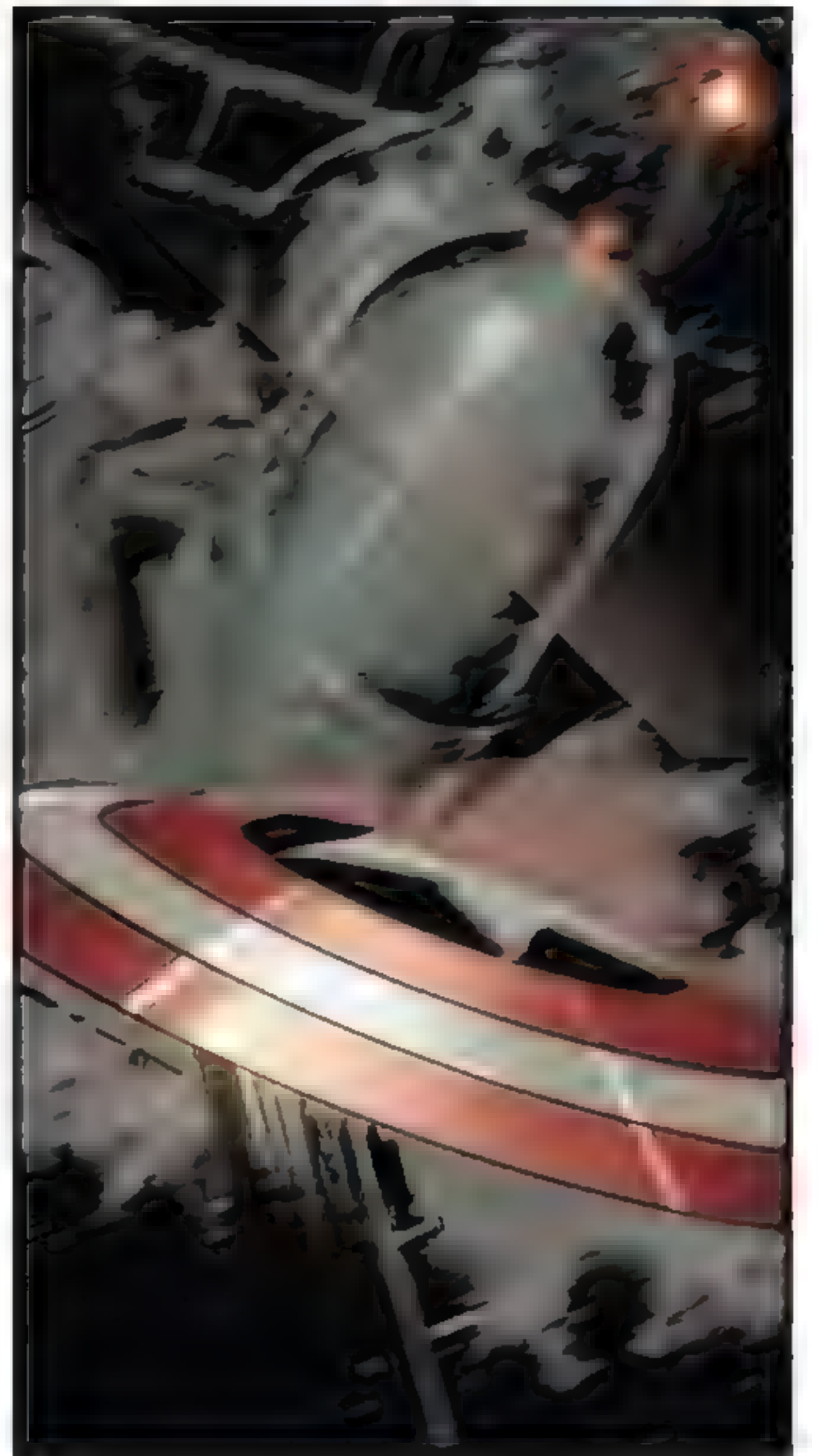
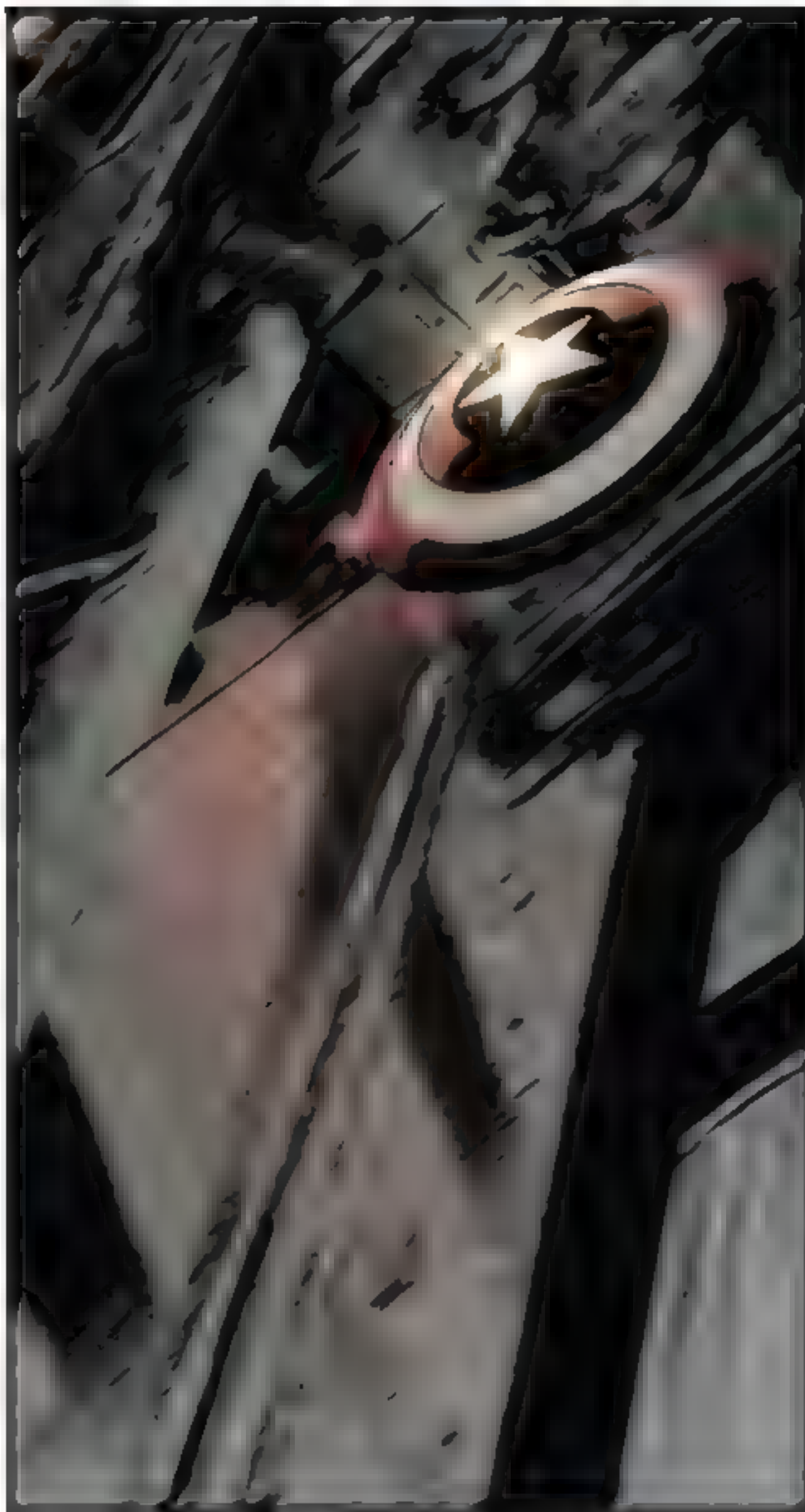
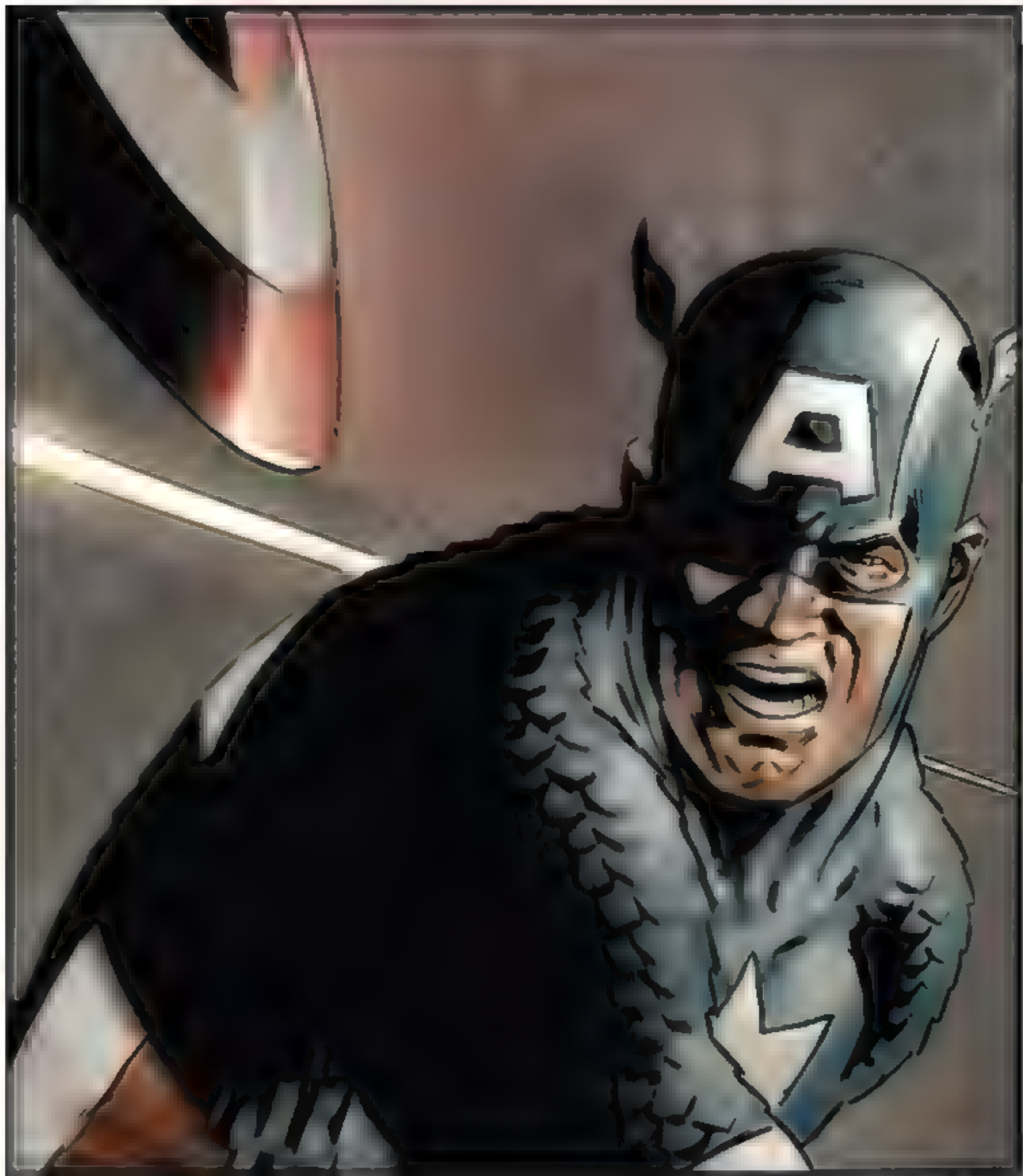
















LOOK OUT!
INCOMING!

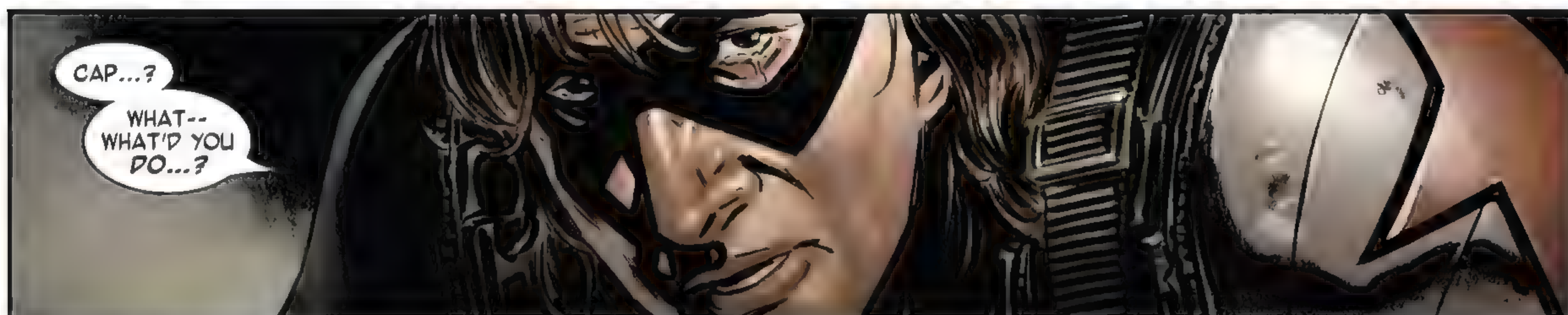
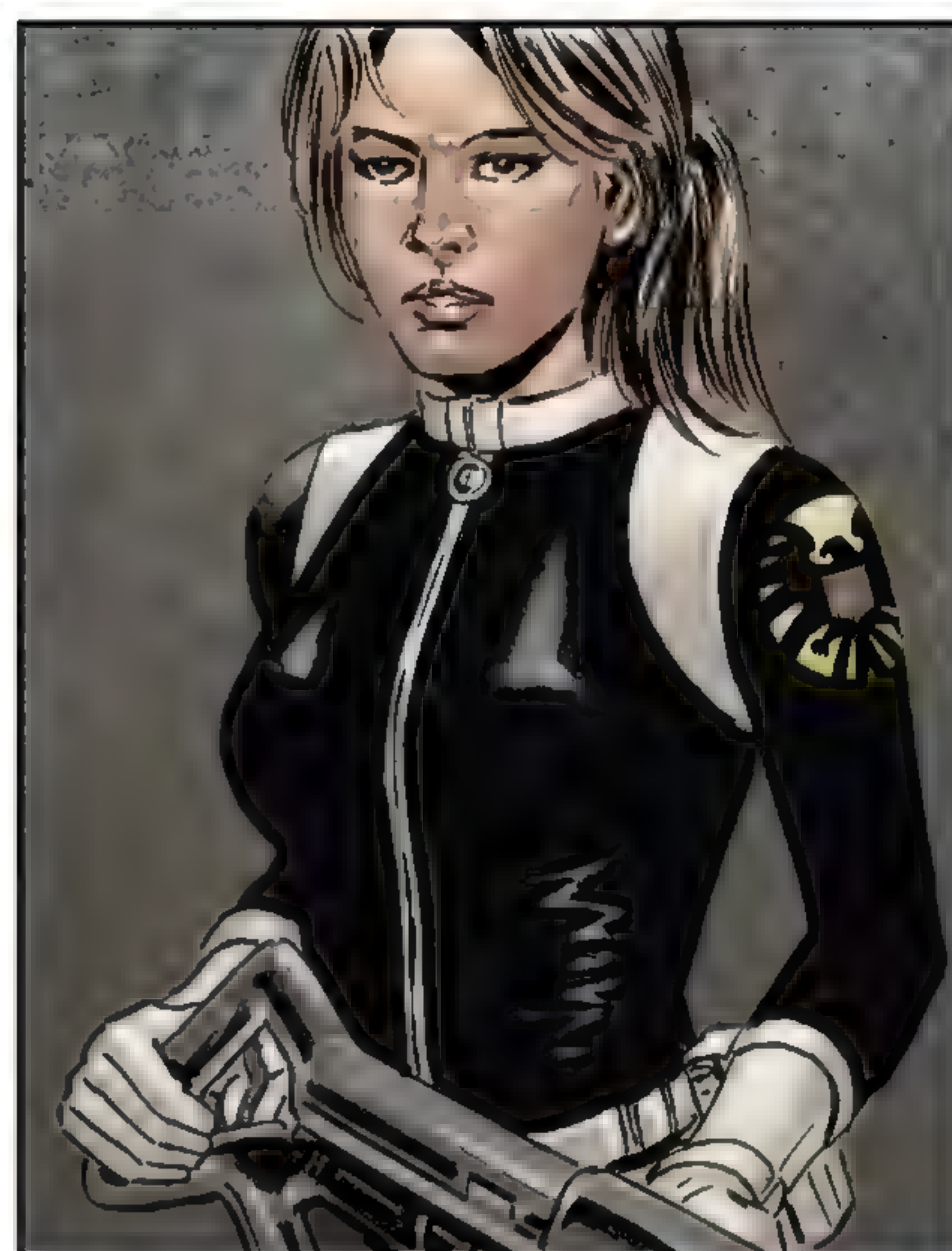
DROP
OFF, BUCKY!
LET GO!

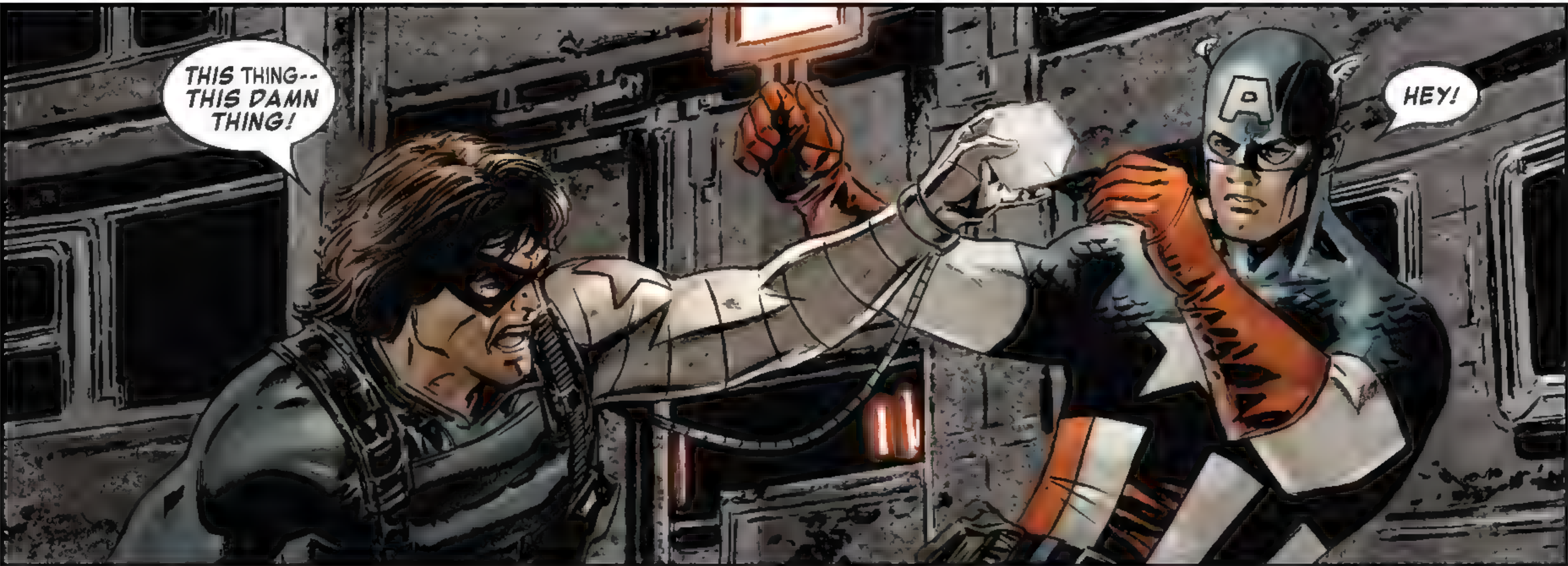
I CAN'T!
I'M STUCK...

WELCOME TO
FORT LEHIGH
US ARMY

<YOU ARE MY
FINEST CREATION,
MY TWISTED
JOKE ON THE
AMERICANS...>

<LET US
DRINK TO THEIR
DEMISE.>







...NO...



DAMN IT...
NO...



IS HE...?

YOU HEARD
WHAT HE SAID
RIGHT BEFORE HE
GRABBED IT...
WHATTA YOU
THINK?



NO...HE'S NOT
DEAD...HE JUST--
HE ISN'T.

I THINK SAM'S
RIGHT, STEVE...HE
COULDN'T LIVE
WITH WHAT THEY'D
DONE TO HIM...

HE WANTED
TO DIE.

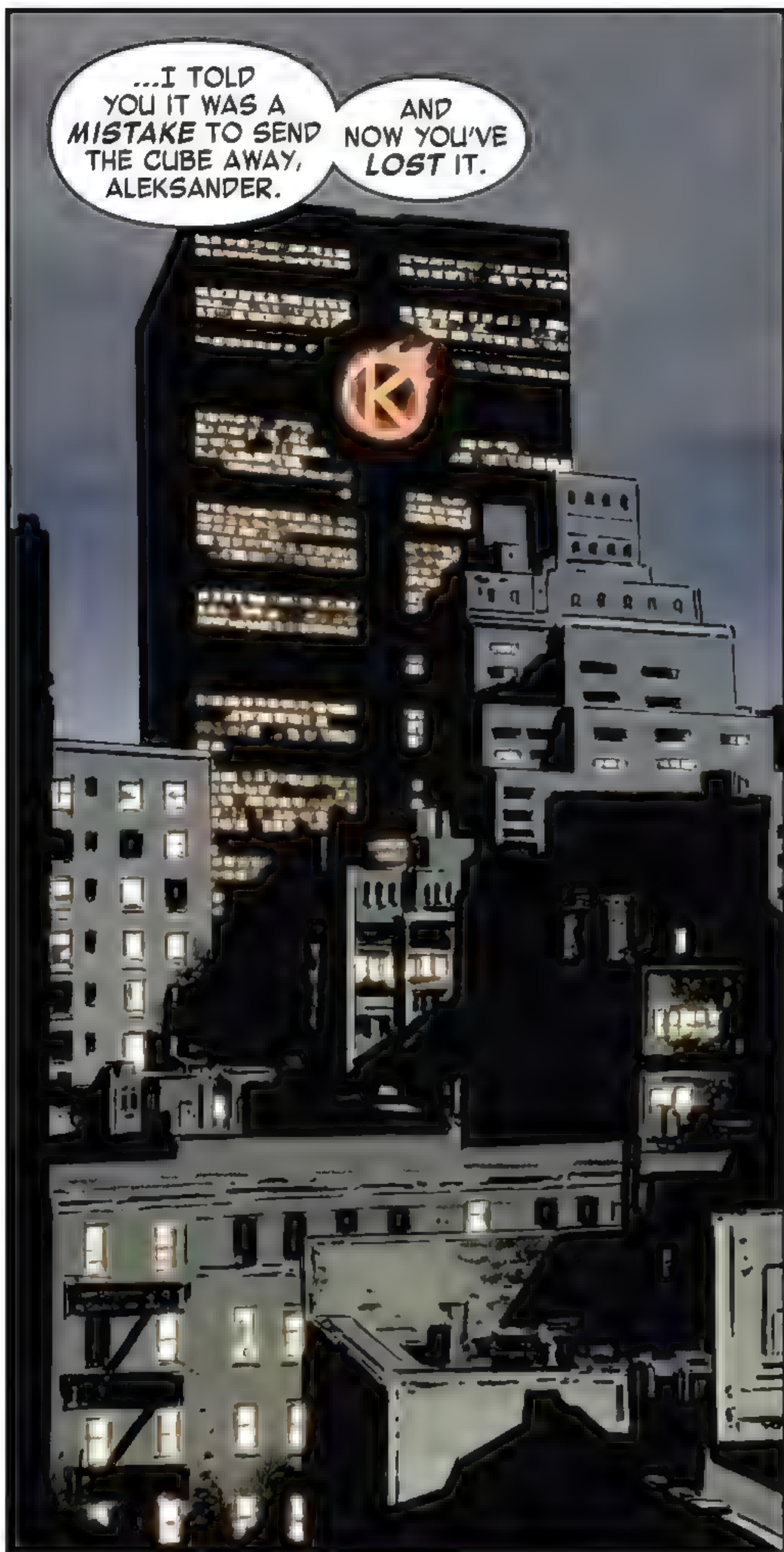


NO...
BUCKY'S A
SURVIVOR...



"...HE'S OUT THERE,
SOMEWHERE...
I KNOW IT."





...I TOLD
YOU IT WAS A
MISTAKE TO SEND
THE CUBE AWAY,
ALEKSANDER.

AND
NOW YOU'VE
LOST IT.



I'M NOT
CONCERNED...
IT'S JUST AS
WELL IT'S BEEN
DESTROYED, IF
YOU ASK ME.

IT'S ONE OF
THE MOST POWERFUL
OBJECTS IN THE *UNIVERSE*,
AND YOU SIMPLY THROW IT
AWAY...BECAUSE YOU HURT
YOUR *FRIEND*? SUCH
A WEAKLING.

YOU COULD
HAVE RESTORED
HIM TO FULL HEALTH
WITH JUST A
THOUGHT...



AND BROUGHT
BACK YOUR PRECIOUS
SOCIALIST REPUBLIC
WITH NOT MUCH
MORE EFFORT.

NO. I'VE
LEARNED SOMETHING
YOU NEVER COULD...THAT
NOTHING YOU WISH FOR
WITH THAT THING
GOES WELL.

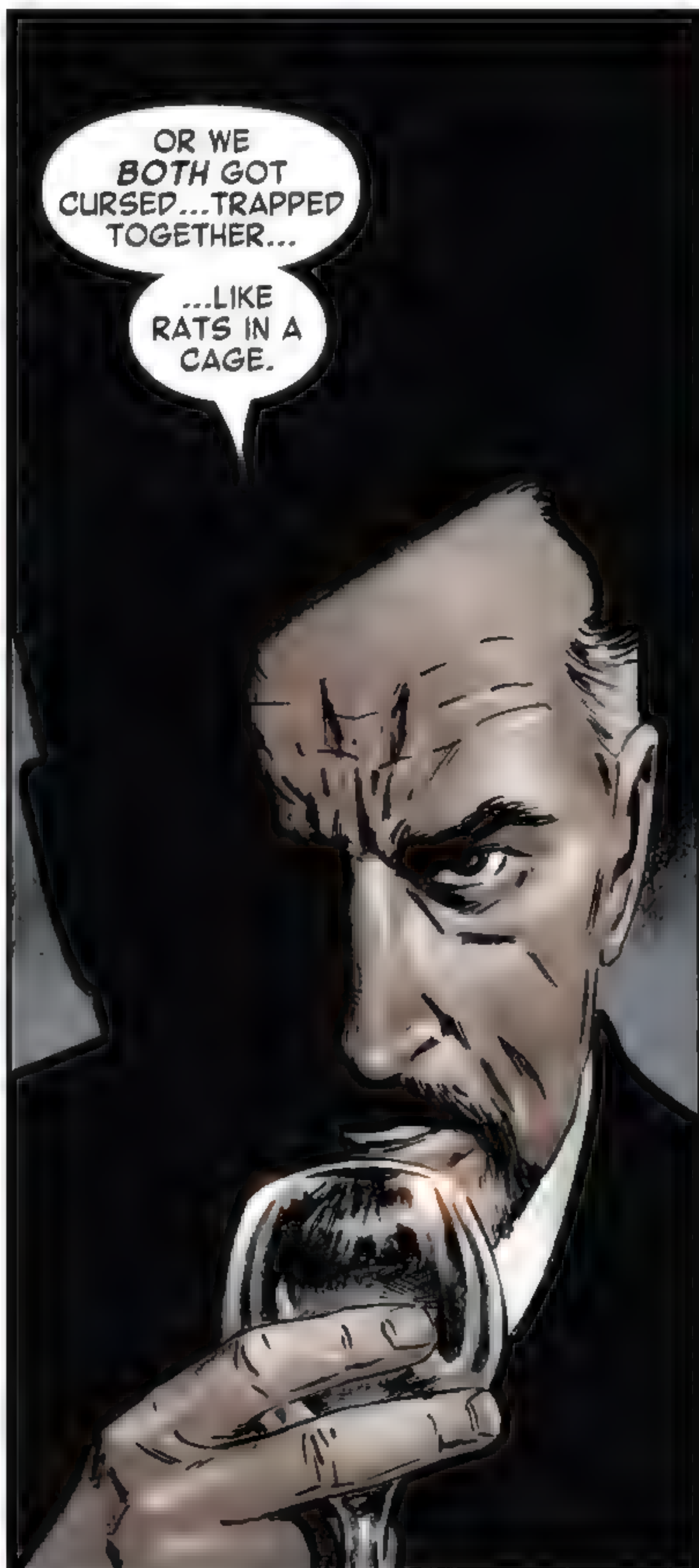
THAT CUBE
IS *CURSED*...LOOK
WHAT IT'S DONE
TO ME, AFTER
ALL...



...PUTTING
A CREATURE
LIKE *YOU* INSIDE
MY MIND.

AND IF IT'D
HAD MORE POWER
THAT NIGHT, I'D BE
THE *ONLY ONE* HERE,
ALEKSANDER...

YOU GOT
LUCKY.



OR WE
BOTH GOT
CURSED...TRAPPED
TOGETHER...

...LIKE
RATS IN A
CAGE.



YES...
FOR NOW...



CAPTAIN AMERICA #15
"RED IS THE DARKEST COLOR"





"A JERK ABOUT
TO RUIN THE PLANS
OF A **GREAT MAN**."

"GREAT MAN...
YEAH, **RIGHT**."



"I GUESS **CALIGULA**
WAS A GREAT MAN,
TOO?"



"SOME WOULD SAY
THAT, YEAH...BUT THE
RED SKULL, HE WAS
IN A WHOLE 'NOTHER
LEAGUE THAN THAT
CRAZY %\$##&....



"THE **RED SKULL**...HE
MADE **FEAR**...KILLIN'...
ALL-OUT **TERROR**...
HE MADE IT AN ART."



"SEE? *THIS* IS WHAT YOU DON'T GET... BECAUSE THOSE SONS OF %##\$&\$ MESS'D YER HEAD ALL AROUND.

"ALL THAT *AMERICAN* WAY CRAP? TRUTH AND JUSTICE AND ALL? THAT'S A LOAD, JUST LIKE EVERYTHING ELSE IN THIS CRUMMY WORLD.



"JUST ANOTHER WAY TO CONTROL THE MASSES. GET 'EM ALL JUICED UP THINKIN' *THEY* COULD BE RICH AND FAMOUS, JUST LIKE THE PEOPLE THEY SEE ON TV.

"MEANWHILE, ALL THE REAL POWER...IT'S WAY OUTTA THEIR HANDS."



"OH, AND *FASCISM'S* BETTER, THEN?"



"NOT BETTER, MAYBE, BUT MORE *HONEST*, AT LEAST.

"IT DON'T *PRETEND* TO VALUE HUMAN LIFE WHILE MAKING THAT LIFE A WHOLE HELLUVA LOT WORSE OFF.



"BUT THE SKULL, HE WAS **BIGGER** THAN FASCISM... HE USED IT TO GET HIS POWER, BUT THAT WAS JUST A MEANS TO HIS REAL END."

"WHICH WAS **WHAT?**"



"TO WRAP HIS FIST AROUND THIS WHOLE FREAKIN' WORLD AND **SQUEEZE** 'TIL IT BLEEDS..."



"TO MASH IT TO PIECES, AND BASH OUT THE **SMILIN' TEETH** OF GUYS LIKE CAPTAIN AMERICA..."



"HIM AND ALL THE OTHER **PUPPETS** WHO WRECKED IT ALL FOR HIM IN THE WAR."

"I'M **GLAD** THEY WRECKED IT... I **HATE** HIM..."

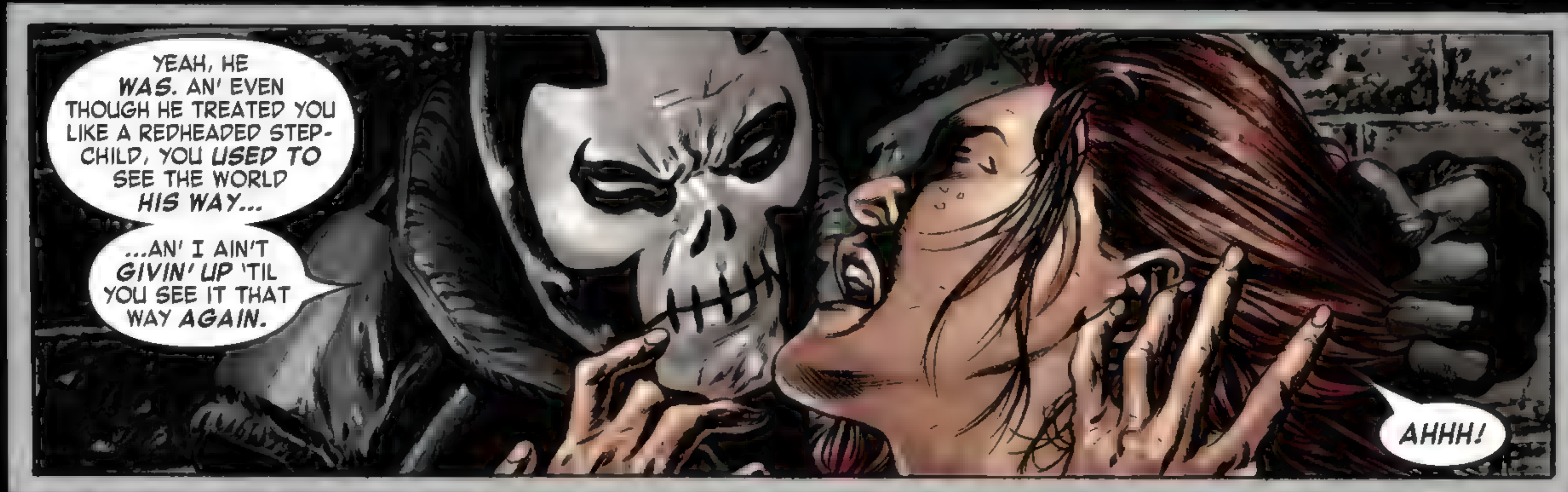
"YOU **SHOULD**, GIRL...MORE THAN MOST ANYONE I EVER MET..."



...BUT THAT
DON'T CHANGE
THE FACT THAT YOU'RE
SYNTHIA SCHMIDT--
AND THAT HE WAS
YER DADDY.

HE WAS
NOT!

RED IS THE DARKEST COLOR



YEAH, HE
WAS. AN' EVEN
THOUGH HE TREATED YOU
LIKE A REDHEADED STEP-
CHILD, YOU **USED** TO
SEE THE WORLD
HIS WAY...

...AN' I AIN'T
GIVIN' UP 'TIL
YOU SEE IT THAT
WAY AGAIN.

AHHH!



STOP IT!
LEAVE ME
ALONE!

I BEEN
TELLIN' YOU FOR
TWO WEEKS, YOU
WEAK LITTLE
NOTHING...



...YOU
WANT THIS
TO END--

LINH!



--YOU
GOTTA STOP
ME!



SHOW ME
A LITTLE BIT
OF THE OLD
SIN...

PLEASE...I'LL
DO WHATEVER YOU
WANT...JUST...DON'T
HIT ME AGAIN...



WRONG
ANSWER!

AAAAH!!

WMP



GOD, YOU'D
BE SICK IF YOU
COULD SEE YOURSELF.
THE REAL YOU, I MEAN...
BEGGIN' ME
TO STOP...

THE SYNTHIA
SCHMIDT I KNEW...
SHE DIDN'T EVEN
FEEL PAIN...



WHY--WHY
NOT...?

'CAUSE IT
WAS PRACTICALLY
ALL SHE EVER
KNEW.

★ **The Isle of Exiles--
Many Years Ago**

WAAUUGGGHHHHAAAAA!

NEIN...MY
HEIR WILL
NOT BE A
GIRL...

HERR SKULL,
PLEASE! I
BEG YOU--

--DO NOT
KILL HER...SHE
IS STILL FROM
YOUR BLOOD,
HERR SKULL.

HOW
DARE YOU
SPEAK TO ME,
WENCH?

FORGIVE ME, I KNOW
IT'S NOT MY PLACE. AND
I KNOW YOU WANTED A
SON...BUT YOU ARE THE
RED SKULL...

...ANY OFFSPRING
OF YOUR BLOODLINE
MUST **SURELY** BE
DESTINED FOR
GREATNESS.



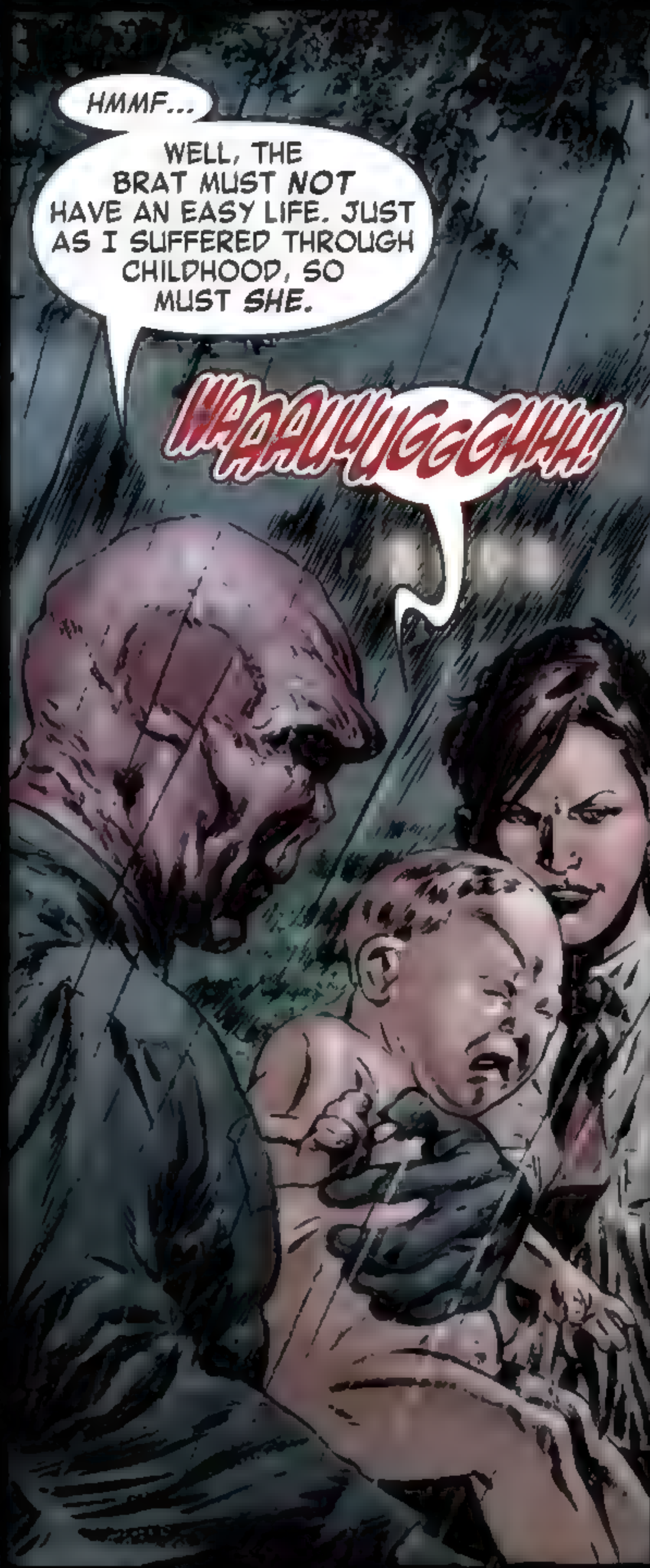
AND IF YOU WOULD ALLOW ME, I WILL **RAISE** THIS CHILD MYSELF...AND MAKE SURE THAT SHE IS **WORTHY** OF HER GREAT FATHER...

YOU ARE THAT **SCARBO** WOMAN, YES? ONE OF **GRUNING'S** PEOPLE?



YES, HERR SKULL, SUSAN SCARBO...MY BROTHER AND I HAVE SERVED THE MASTERS OF THIS ISLAND SINCE **BEFORE** THEY DISCOVERED YOU...

...AND NOW AS ALWAYS, I AM IN YOUR **SERVICE**.



HMMF...

WELL, THE BRAT MUST NOT HAVE AN EASY LIFE. JUST AS I SUFFERED THROUGH CHILDHOOD, SO MUST **SHE**.

WAAUUUGGGHHH!!



OF COURSE, MY LIEGE...SHE'LL KNOW MISERY AND ANGER AND HATE UNTIL SHE DOESN'T EVEN RECOGNIZE THEM...

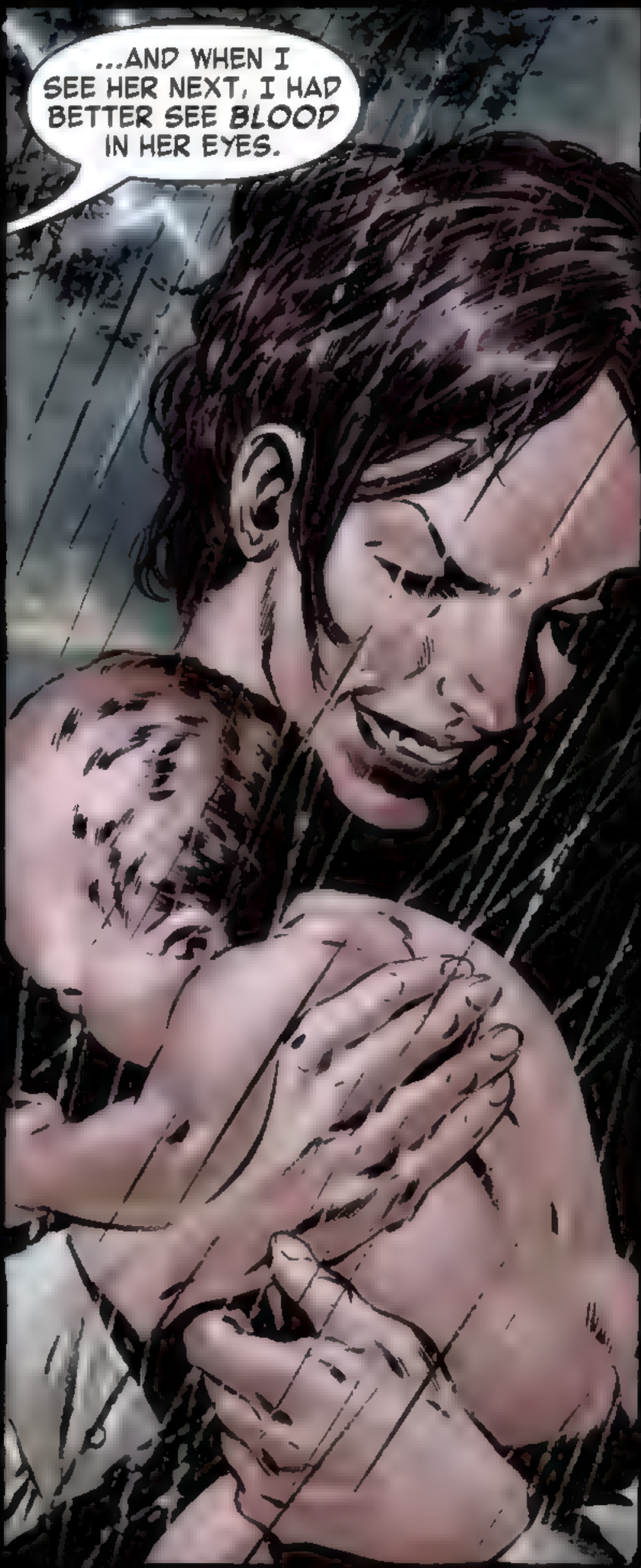
SHE WILL BE A **TERROR**.



THEN I WILL **SPARE** HER, FOR NOW... AND IF YOU **PLEASE** ME WITH YOUR WORK, YOU MAY HAVE A FUTURE OF YOUR OWN AT MY SIDE SOMEDAY.

NOTHING WOULD PLEASE ME MORE.

BUT FOR NOW, YOU WILL BE THE **NIGHT** MOTHER TO THIS CUR...



...AND WHEN I SEE HER NEXT, I HAD BETTER SEE **BLOOD** IN HER EYES.



YOU'RE
CRAZY! THIS
IS ALL--ALL OF
IT--**CRAZY!**

THAT'S NOT
MY LIFE...I WAS
BORN IN A HOSPITAL,
IN WASHINGTON.
I WAS--



NO, WHAT'S
CRAZY IS YOU
BUYIN' INTO SOME
KINDA' S.H.I.E.L.D.
REPROGRAMMIN'.

UH!

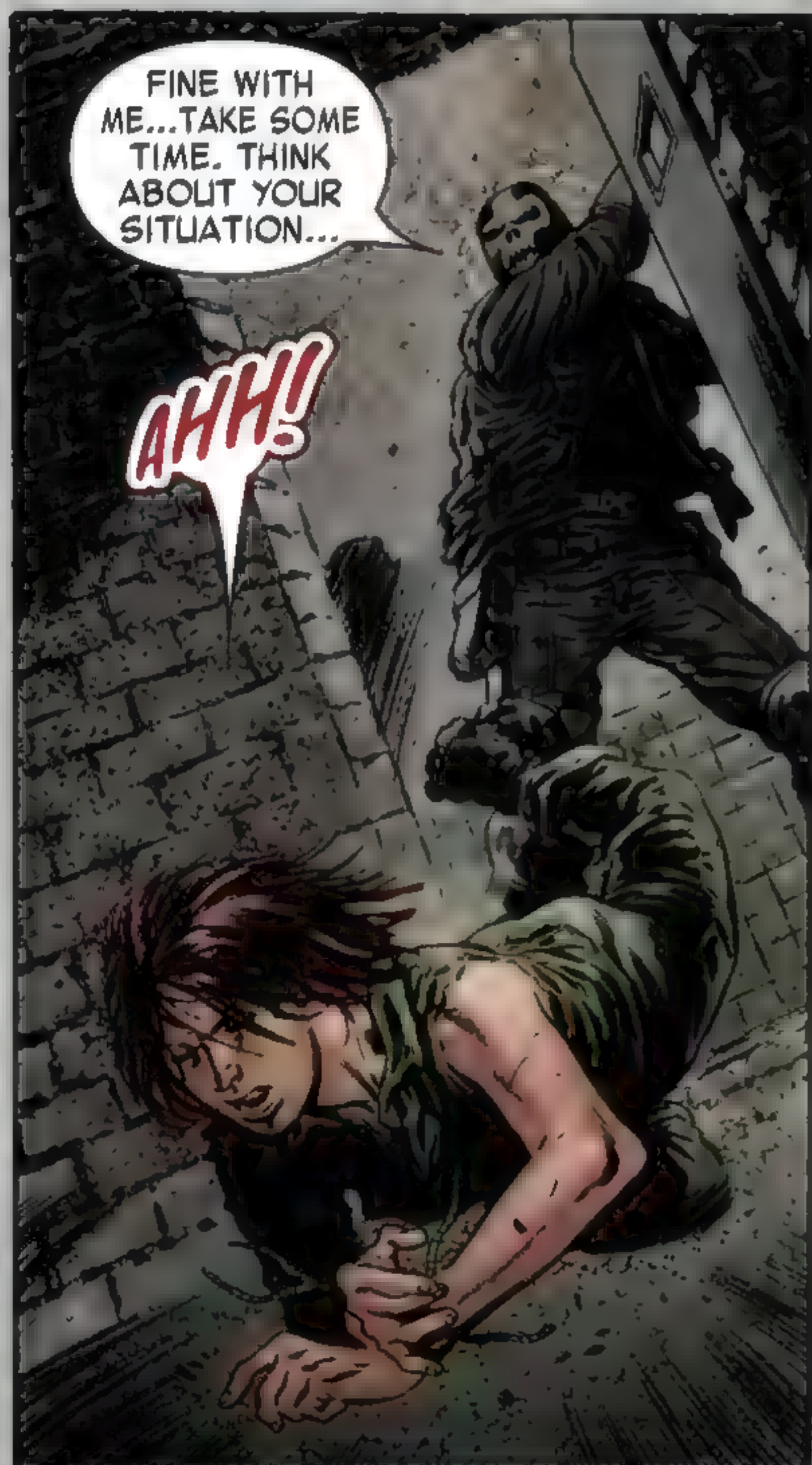
TRYIN' TO
TAKE A **KILLER**
AND MAKE 'ER A
CHEERLEADER.



I'M TELLIN'
YOU THE HARD **FACTS**.
YOUR DADDY WAS FIT
TO **SNUFF** YOU OUT
AT BIRTH...

MOTHER
NIGHT HADN'T
STEPPED IN,
YOU'D BE AT THE
BOTTOM OF
THE **OCEAN**.

STOP
IT! I'M NOT
LISTENING
TO THIS
ANYMORE!



FINE WITH
ME...TAKE SOME
TIME. THINK
ABOUT YOUR
SITUATION...

AHH!



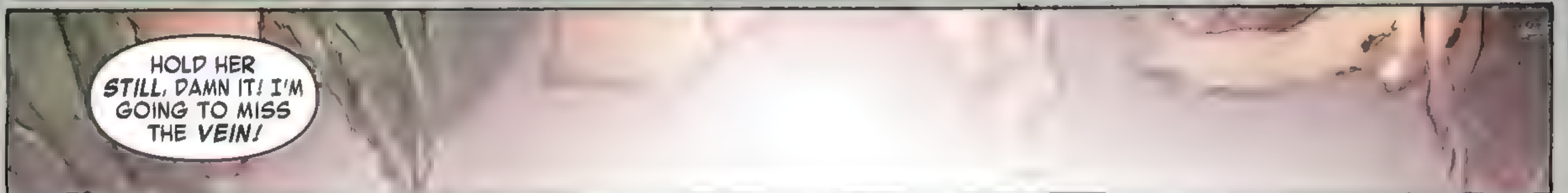
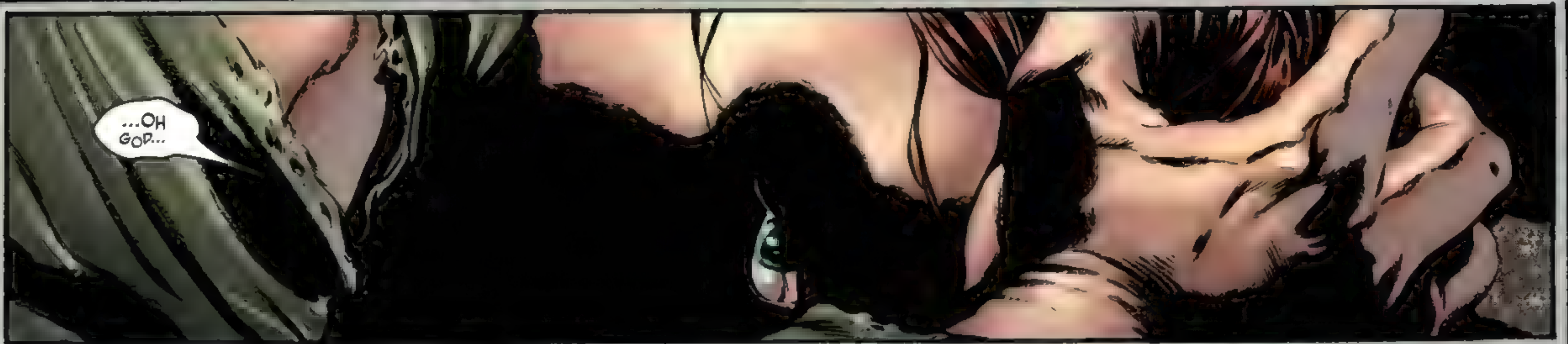
...AND ASK
WHY THE **HELL** I'D
BE PUTTIN' ALL THIS
EFFORT IN IF YOU
WERE JUST SOME
KID WHOSE PARENTS
GOT KILLED IN A
TRAIN WRECK.

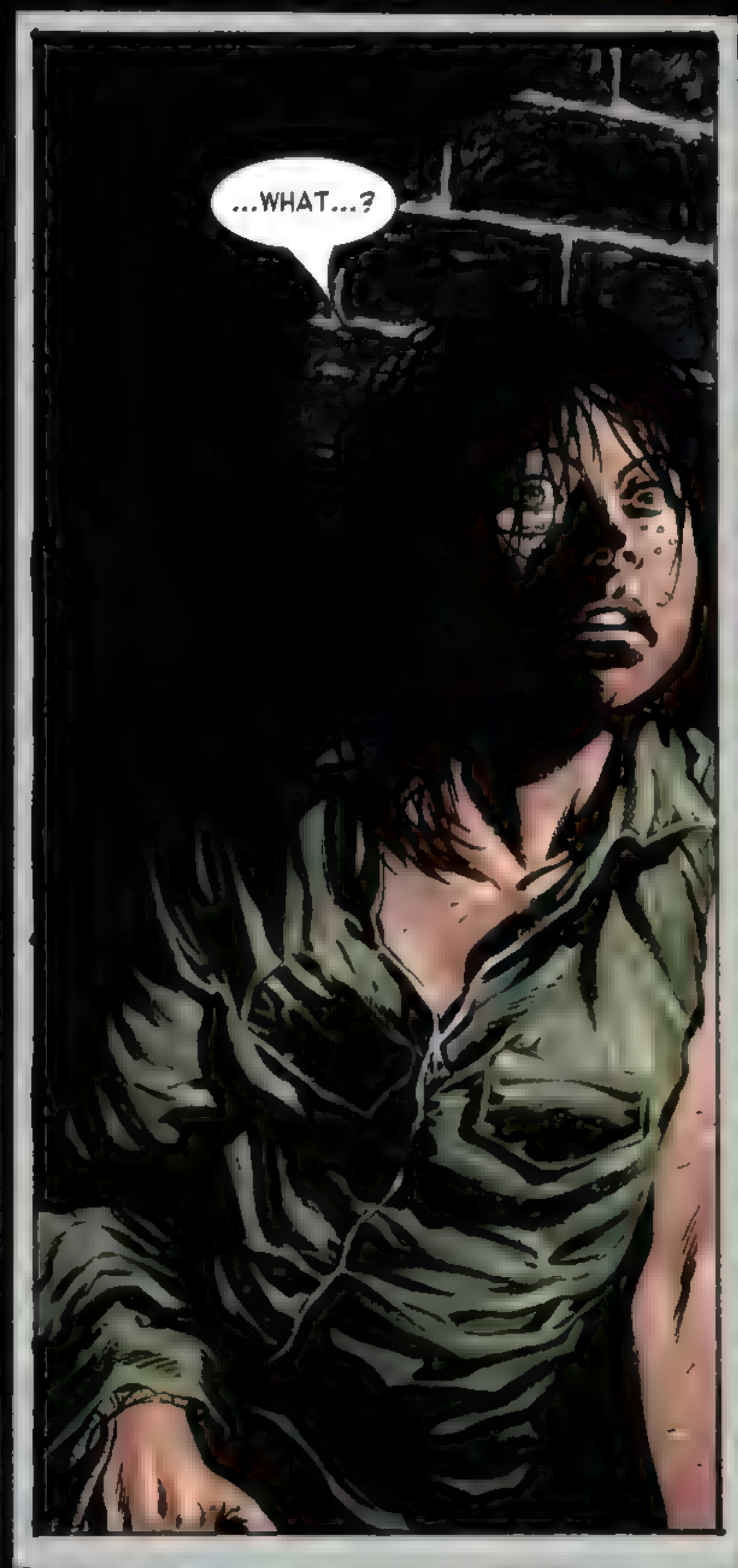
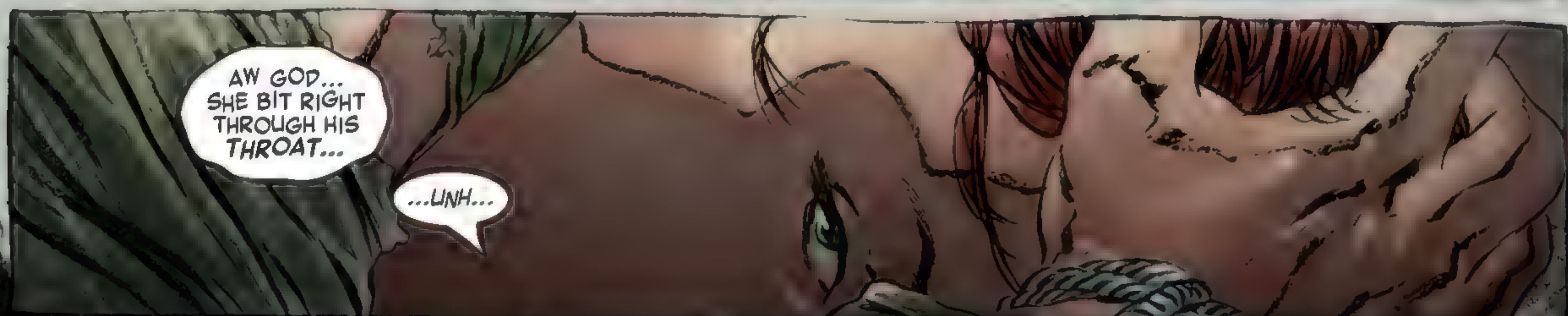
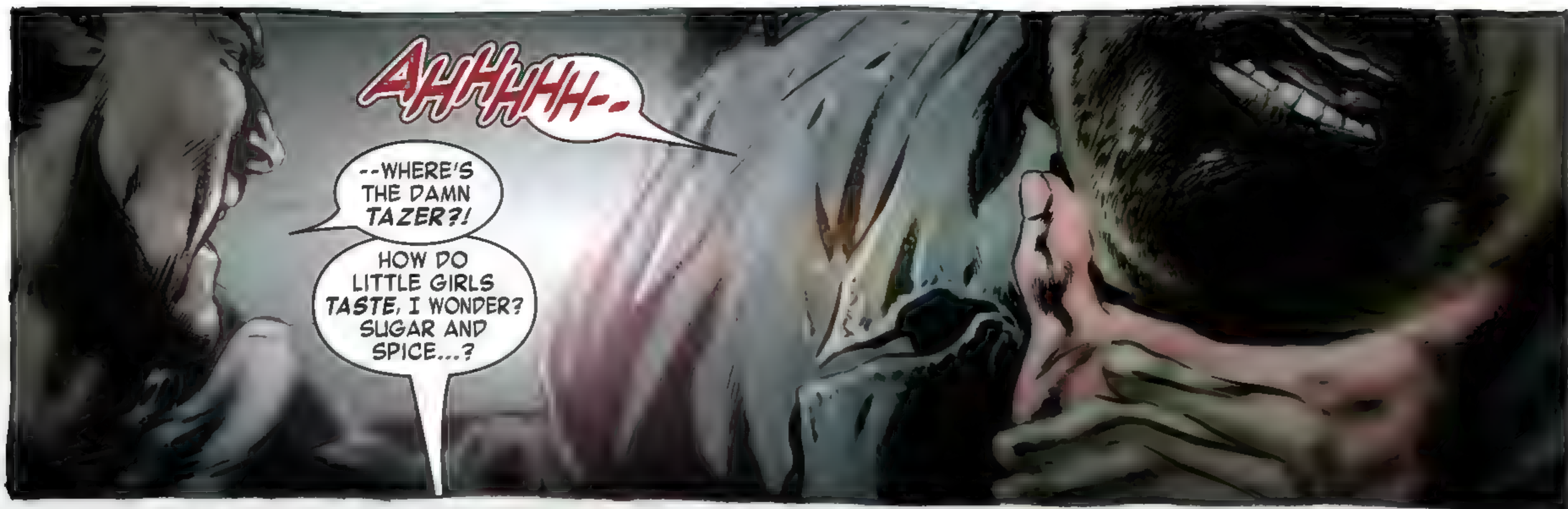


I'M NOT
A MAN WHO
LIKES TO WASTE
TIME, GIRL...



OH GOD...
OH GOD...









"YOU WERE LIKE NINE YEARS OLD OR SOMETHIN'...AN' THE SKULL WAS ALMOST PROUD OF WHAT YOU WERE GROWIN' INTO."

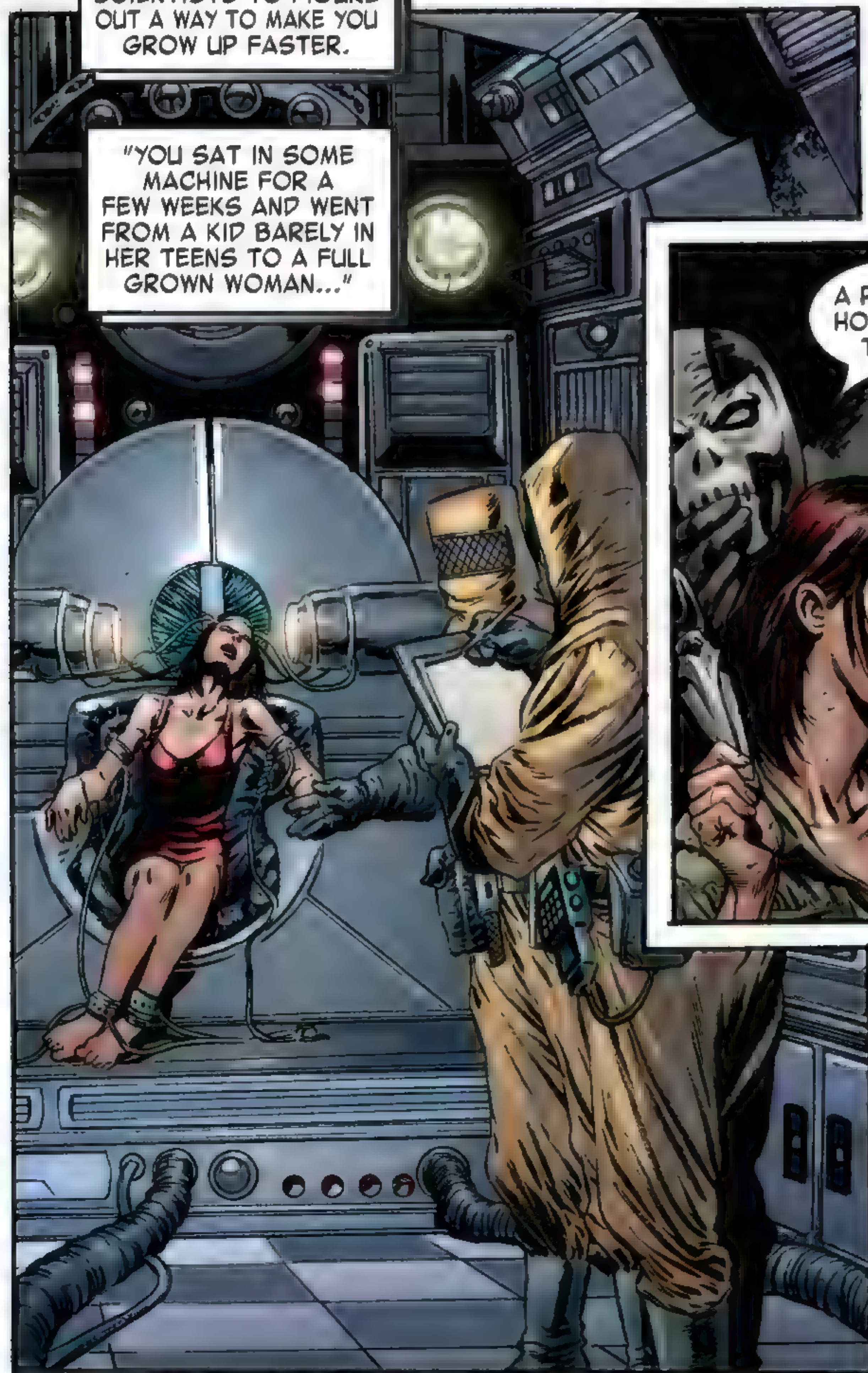
"YOU WERE A BRUTAL LITTLE BEAST OF A GIRL... A ROYAL TERROR."



"IT WAS STARTIN' TO LOOK LIKE MAYBE YOU'D BE A DECENT HEIR AFTER ALL, UNTIL HE FOUND OUT HE WAS DYIN'..."

"SO HE GOT HIS SCIENTISTS TO FIGURE OUT A WAY TO MAKE YOU GROW UP FASTER."

"YOU SAT IN SOME MACHINE FOR A FEW WEEKS AND WENT FROM A KID BARELY IN HER TEENS TO A FULL GROWN WOMAN..."



A PRETTY HOT ONE, TOO.

GROSS.



"ANYWAY, WHILE YOU WERE BEING SPEED-GROWN, THIS MACHINE WAS TEACHIN' YOU EVERYTHING THE SKULL WANTED YOU TO KNOW."

"SENDIN' STUFF RIGHT INTO YOUR HEAD... SHOWIN' YOU HIS VISION OF THE WORLD..."



"AND WHEN THEY FINALLY WOKE YOU UP, YOU WERE BAD TO THE BONE. AND LOYAL TO THE SKULL."



"BUT HE WAS PRACTICALLY AT DEATH'S DOOR, AND YOU WERE GONNA SEE HE GOT HIS DUE BEFORE HE DIED... AND THEN YOU WERE GONNA TAKE HIS PLACE."



SO, WHAT HAPPENED? WHY AM I NOT, LIKE, THIRTY, OR WHATEVER?

AH...IT ALL WENT WRONG. YOU WEREN'T GOOD ENOUGH.



FAILED HIM, JUST LIKE ALL HIS OTHER SERVANTS.

S.H.I.E.L.D. GOT THEIR HANDS ON YOU, BUT THEY DIDN'T KNOW HOW OLD YOU WERE SUPPOSED TO BE, SO THEY DE-AGED YOU BACK INTO A TEENAGER...



THEN MOTHER NIGHT BUSTED YOU OUT, AND YOU AN' HER RAISED HELL FOR A COUPLE YEARS...

...UNTIL THE SKULL CAME BACK.

CAME BACK? FROM THE DEAD?



YEP. GOT HIS MAN ZOLA TO BRING HIM BACK IN SOME KINDA CLONE... I NEVER GOT ALL THE DETAILS.



IS HE... CAN HE DO THAT AGAIN?

NAH, ZOLA'S
LAB GOT HIT BY
A.I.M. OR HYDRA OR
SOMEONE LAST
YEAR...DESTROYED
ANYTHING WORTH
A DAMN.

AN' ZOLA
AIN'T BEEN SEEN
SINCE.



YOU SHOULD
BE HAPPY HE CAN'T
COME BACK THIS
TIME, ANYWAY.

'CAUSE HE'D
TAKE ONE LOOK
AT YOU AND TRY
TO CHUCK YOU
OFF A CLIFF ALL
OVER AGAIN.



HE'D SPIT
IN YOUR FACE
FIRST, TOO, BECAUSE
YOU'RE SO DAMN
WEAK.

BECAUSE YOU
AIN'T FIT TO BE HIS
DAUGHTER!

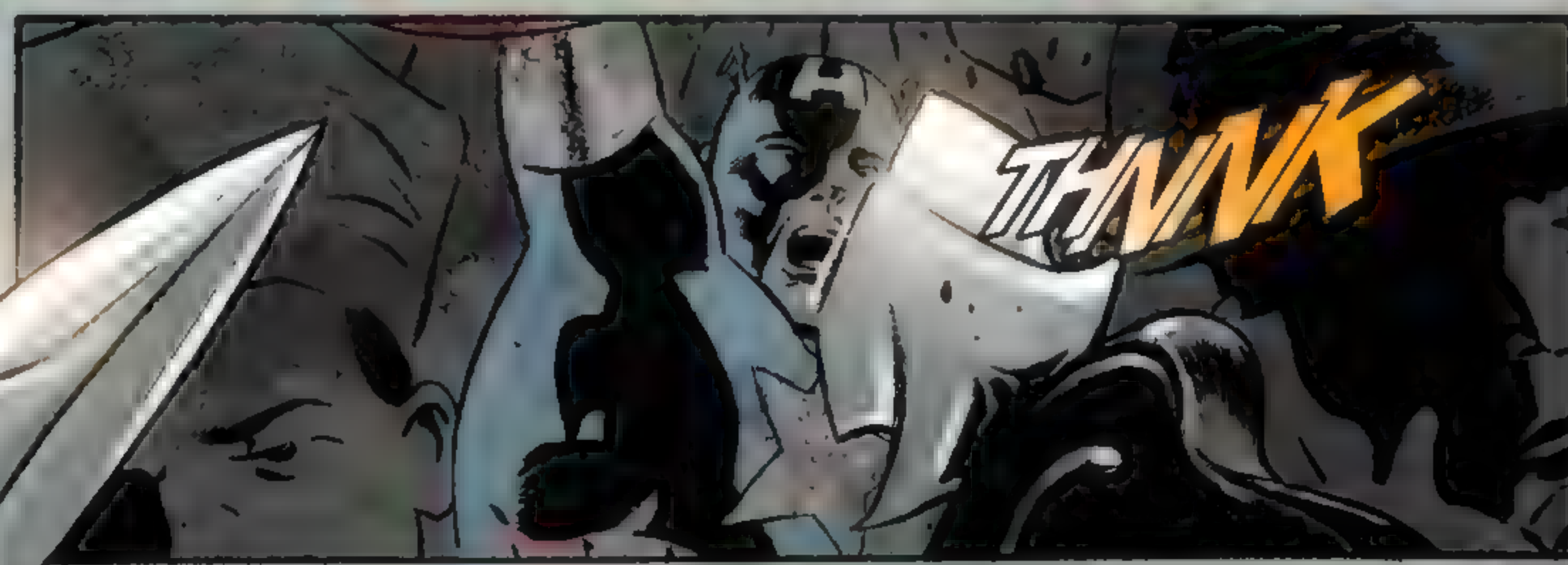
STOP IT!
SHUT UP!



SHUT
UP!



THUNK



WELL...
NOT SO BAD
AT THIS AFTER
ALL, SEE?





AAAAHHHH!



SMACK



YOU STARTIN' TO REMEMBER IT ALL NOW, GIRL?

OOOFF!



IS THAT WHAT'S GOIN' ON? AM I GETTIN' THROUGH?



...LET ME GO...JUST PLEASE...LET ME GO...



DAMN IT.

CHANNEEEE!

YOU WANNA BE SET FREE? FINE...WE'LL MAKE A DEAL.



YOU PUT THIS
POOR SUCKER OUTTA
HIS MISERY, AN' I'LL
LET YOU GO...

WH-WHAT?

MMM!



WHO
IS THAT?
WHAT--?



THIS IDIOT?
NIGHT WATCHMAN
AT A PLACE I NEEDED
TO GET INTO
LAST NIGHT.

THOUGHT
HE MIGHT COME
IN HANDY FOR YOUR
EDUCATION.

MMMMMMMMPPHHHHMMMM!



THIS IS
CRAZY...YOU'RE
CRAZY. I CAN'T
KILL SOMEONE.

NOT EVEN
TO BUY YOUR
FREEDOM?



NO...I--
NO.



ALL
RIGHT.

Nooo!

BLAM



YOU
DIDN'T HAVE
TO DO
THAT!



I GAVE
YOU A CHANCE TO
DO IT YOURSELF...
WHAT'RE YOU CRYIN'
ABOUT?

HE WAS
ALWAYS
A DEAD
MAN.



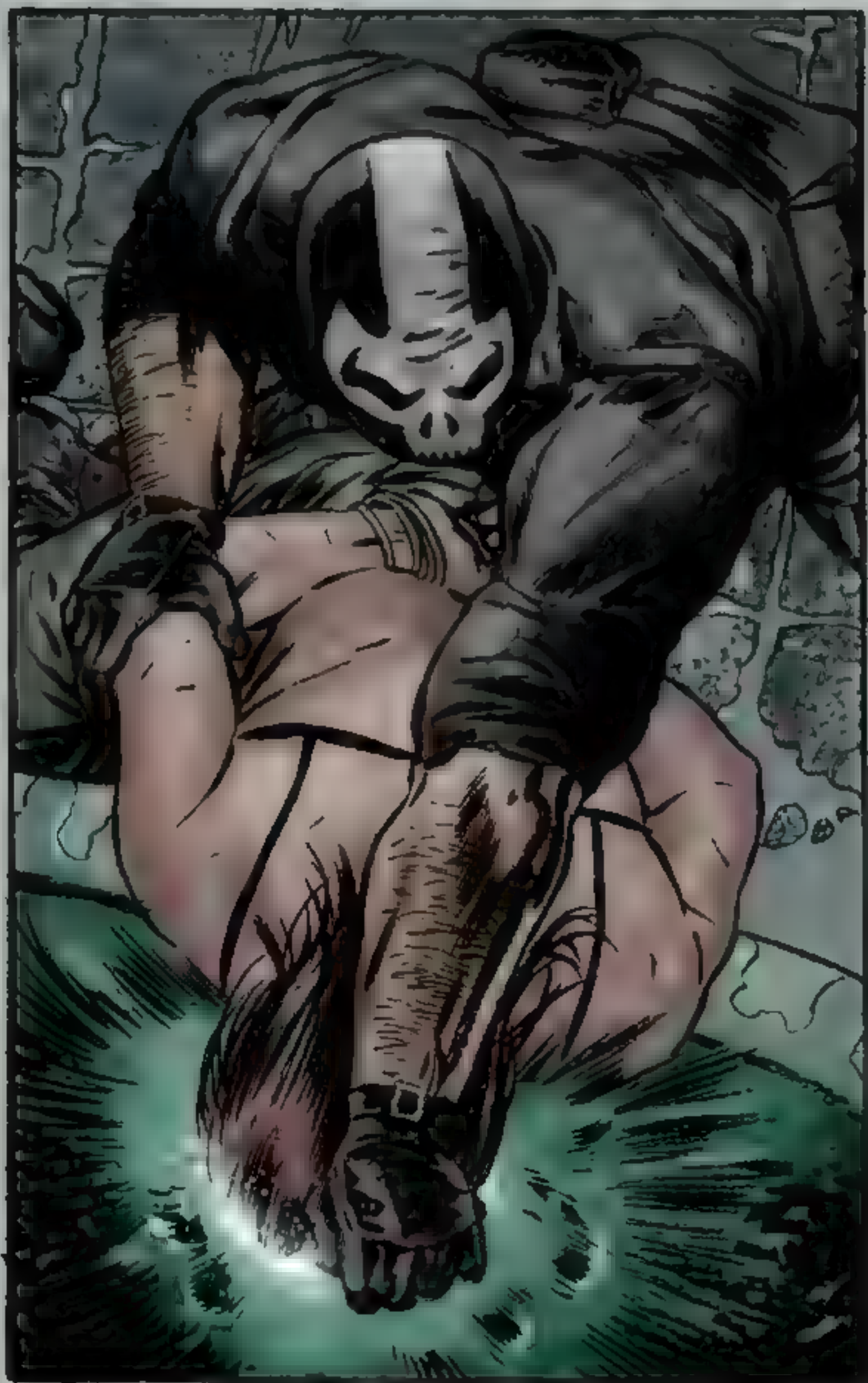
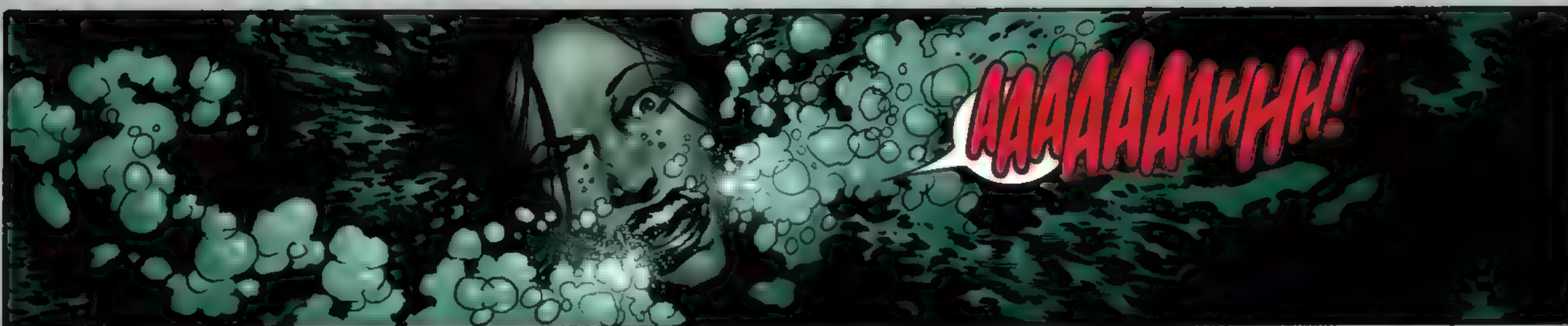
I HATE
YOU! I HATE
YOU SO
GOD--

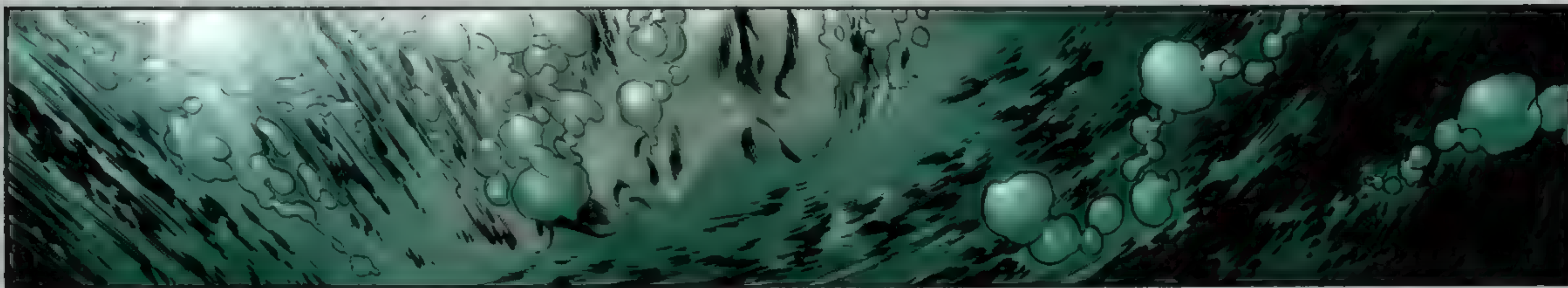


KRAK



GOOD. NOW
WE'RE GETTIN'
SOMEWHERE.





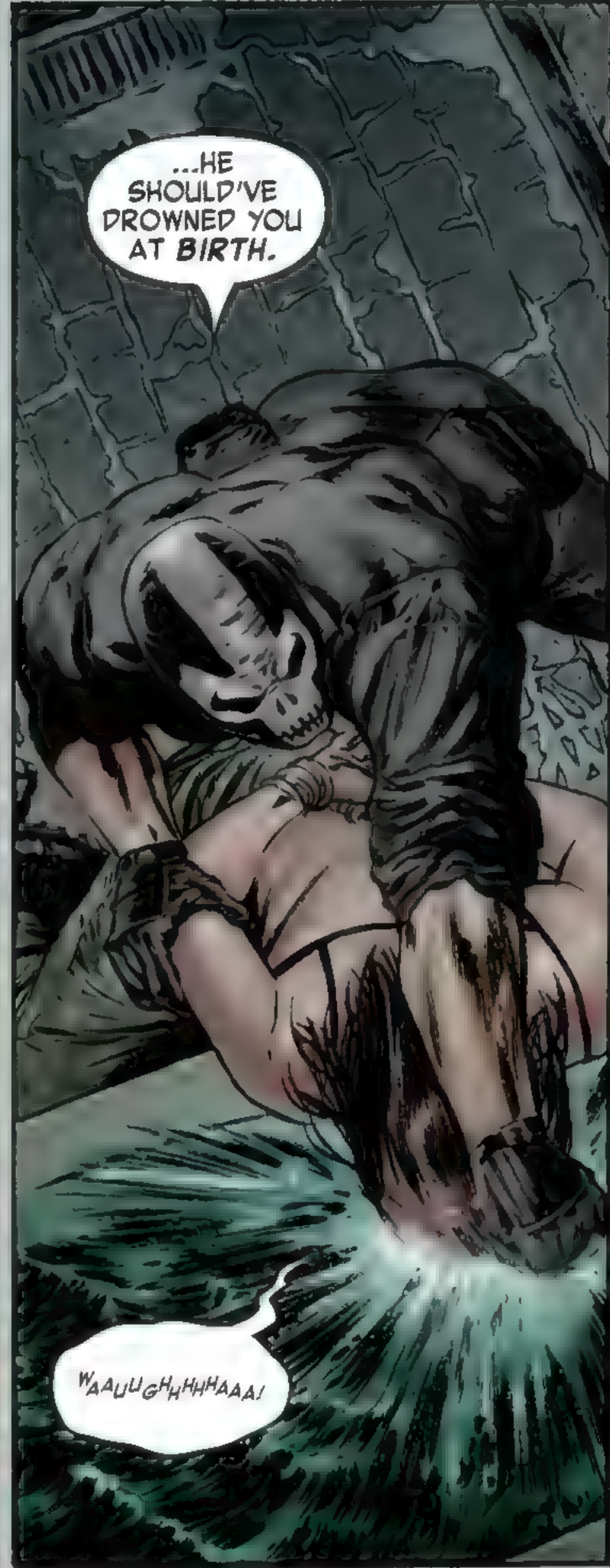
I KNOW
YOU'RE IN THERE,
BUT YOU LET THOSE
SLIM-SUCKERS
BREAK YOU...

LET THEM
TURN YOU
INTO *SOMEONE*
ELSE. *SOMEONE*
USELESS.



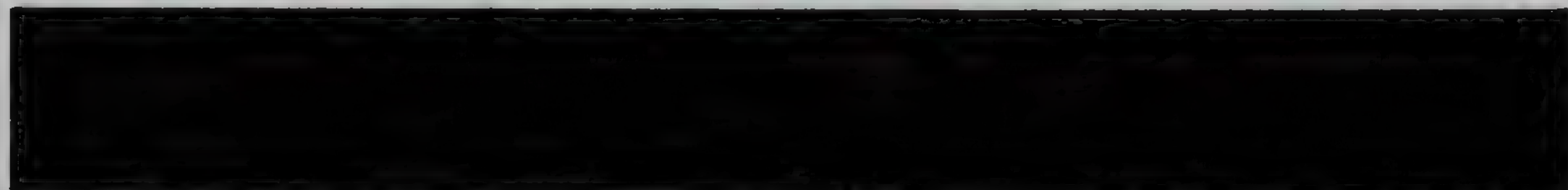
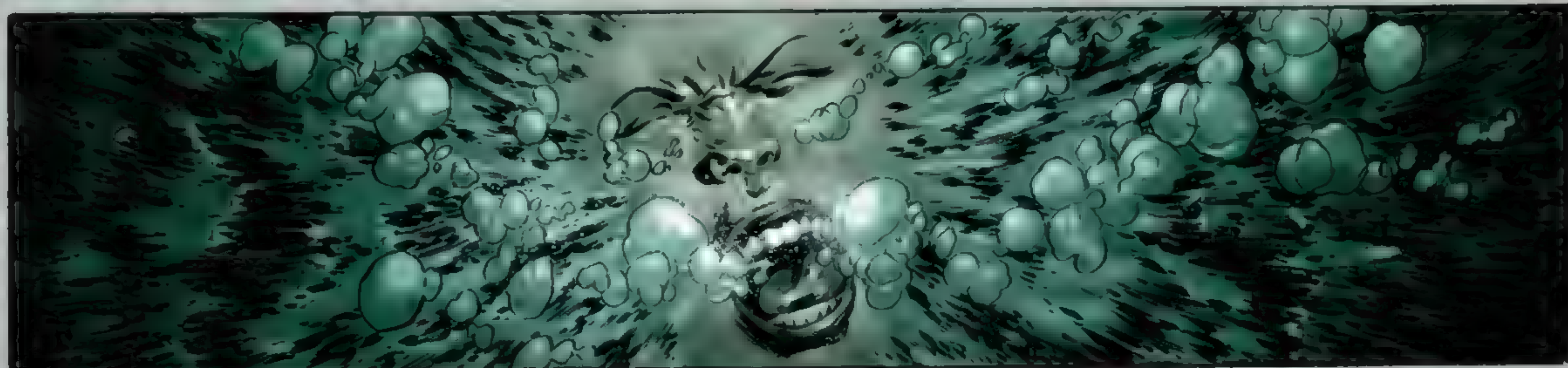
I ALWAYS
THOUGHT MAYBE
YOU COULD BE MORE...BUT
I GUESS YOUR DADDY
KNEW BEST...

COUGH
COUGH



...HE
SHOULD'VE
DROWNED YOU
AT *BIRTH*.

WAAUUGH, HHHAAA!





SHE'S COMING
ALONG FINE, I'M
SURE...BUT SHE WILL
ALWAYS BE TOO
WEAK FOR MY
PURPOSES...

ALL
WOMEN ARE
TOO WEAK.

WHAT
THE HELL
DID YOU DO,
SKULL!?

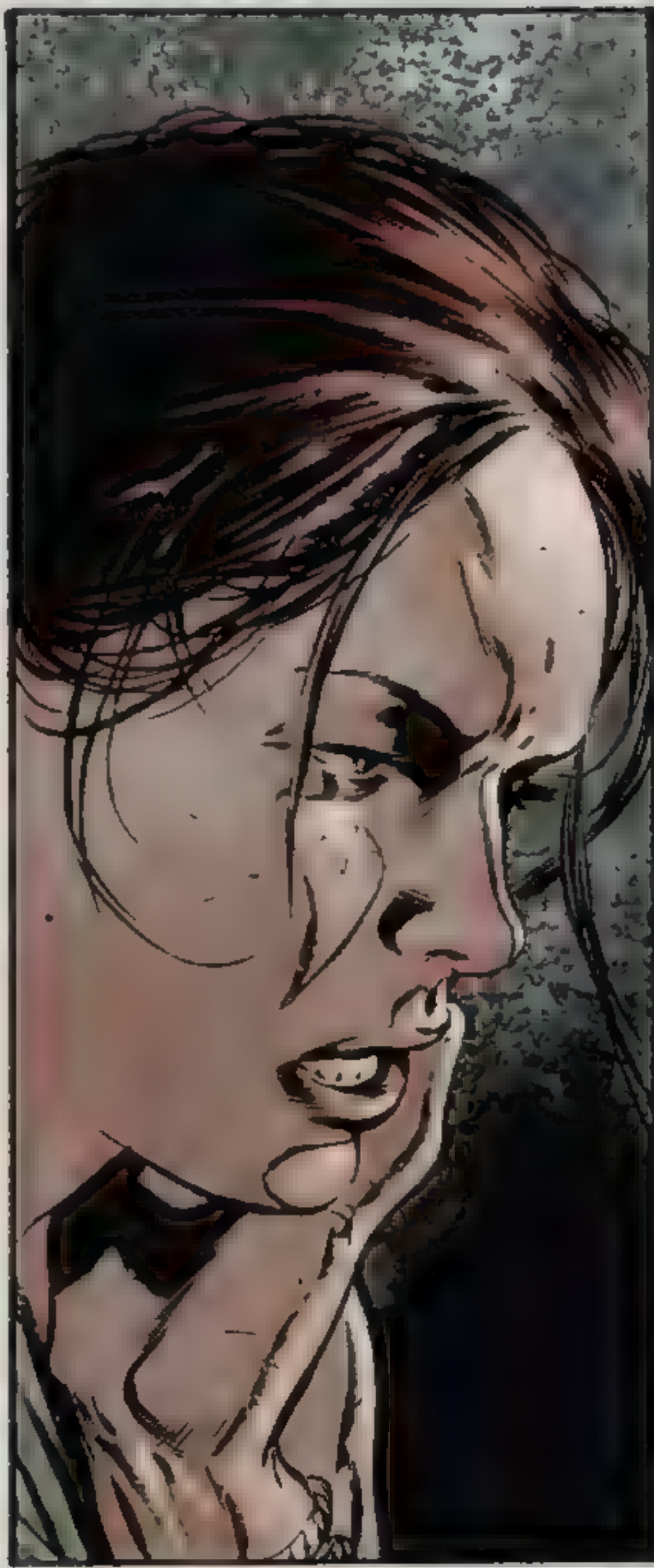
TURNED
YOUR OWN
CHILD INTO A
MONSTER!

I DO WITH
HER WHAT I WILL!
SHE IS WORTH NOTHING
TO ME...DO YOU
UNDERSTAND? SHE HAS
FAILED ME FROM
BIRTH...

...BECAUSE
SHE WAS NOT
A SON!



--UT!





YOU SHOULDN'T
LEAVE KNIVES AROUND
IF YOU'RE PLANNING
TO TORTURE A
GIRL, BROCK.

DIDN'T THINK
YOU'D HAVE THE
GUTS TO USE
ANY OF 'EM.



YOUR FACE IS
DIFFERENT.

YOUR
FATHER'S
SURGEONS
FIXED IT UP A
WHILE BACK.

YOU PLANNIN'
TO KILL ME?



YOU'VE MORE THAN
EARNED IT, WITH YOUR
PATHETIC ATTEMPTS AT
DEPROGRAMMING.

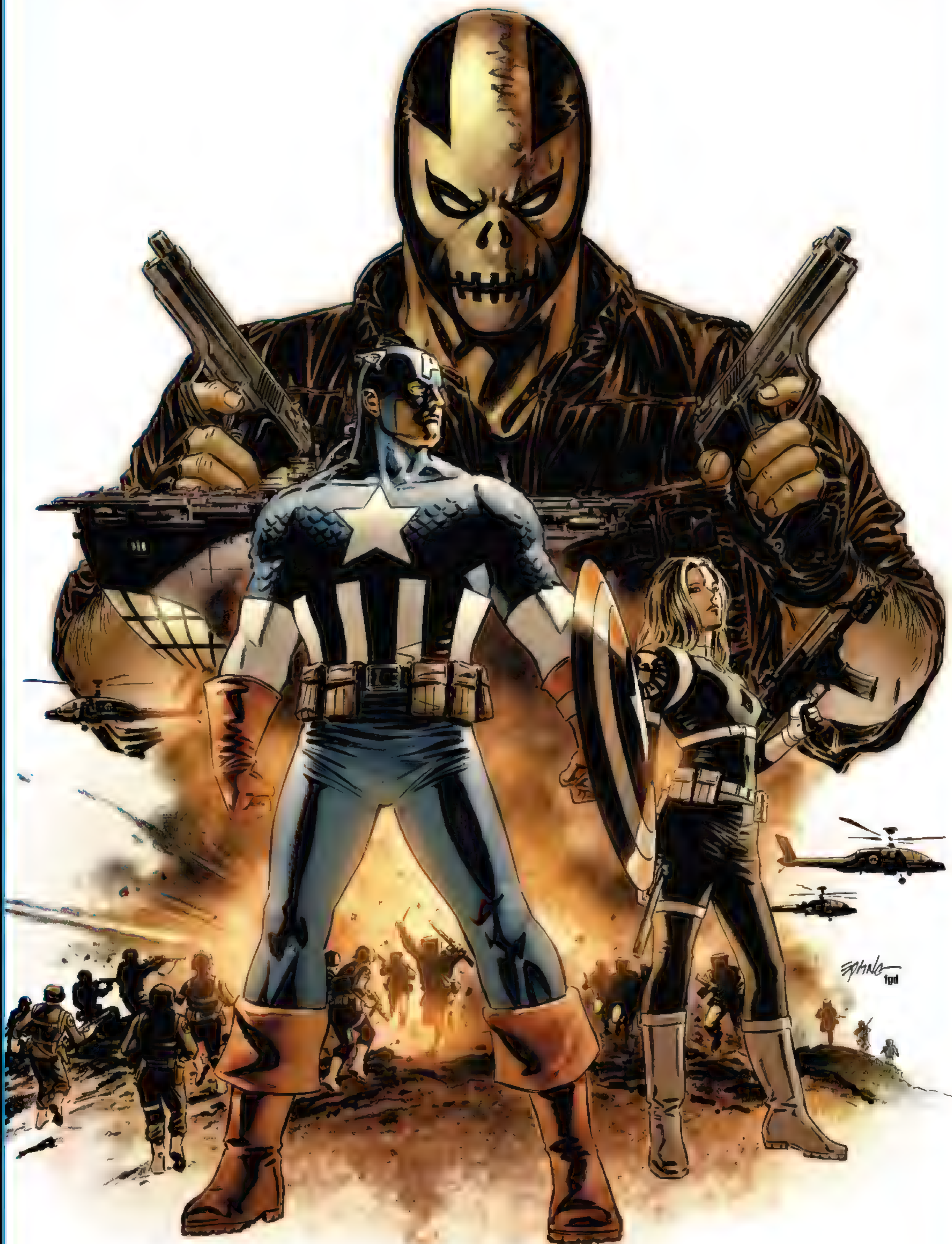
YOU'RE HERE,
AIN'TCHA?



YEAH, I
AM...



BACK
TO PAINT
THIS WORLD
RED...



CAPTAIN AMERICA #16
"COLLISION COURSES PART 1 OF 2"

**LAWRENCE,
KANSAS**

I'M CROSSBONES.
MY GIRLFRIEND'S
KNOWN AS SIN...

WE'LL BE
YOUR MURDERERS
TODAY.



THIS IS
THE POLICE!
COME OUT WITH
YOUR HANDS IN
PLAIN SIGHT!

BLAM

HAPPILY.

CHOOOM

INCOMING!

KA-WHOOM





DAMN. YOU MADE THOSE NEW GRENADES TOO STRONG...LEFT ME NOTHIN' BUT TABLE SCRAPS HERE.

WHAT CAN I SAY? I JUST PREFER WHOLESAL DESTRUCTION SOMETIMES...

**BIAM
BIAM**



**BIAM
BIAM**



WHAT THE HELL...?

OH... OH...



HEY! STOP!

AHHHHH!



LIK--

BIAM

SON OF A %#\$%!



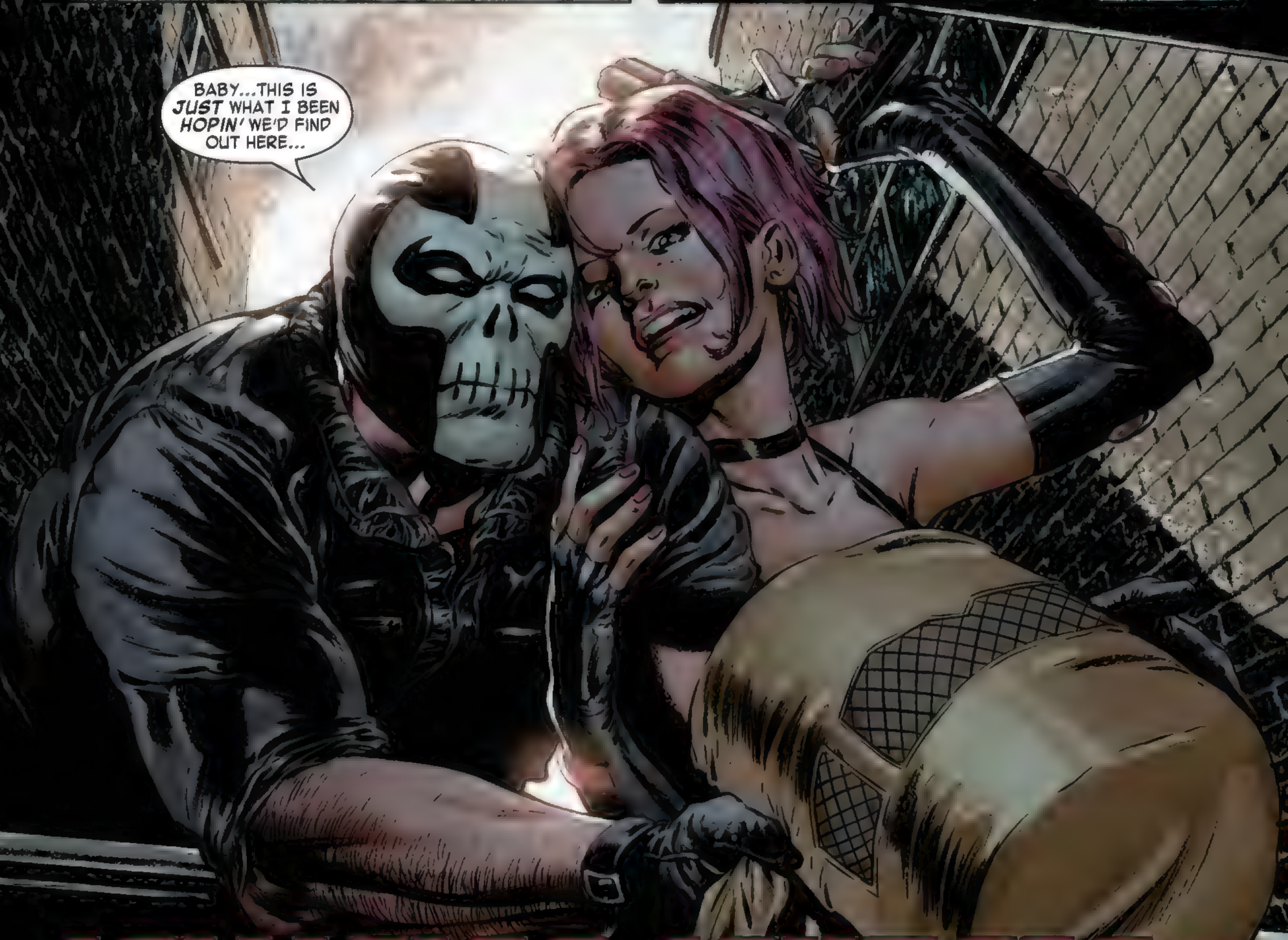
WHAT'S
UP?

THIS SUPPOSEDLY
INNOCENT BYSTANDER
HERE, I RECOGNIZED HIM.
POINDEXTER-LOOKING GUY
LIKE THIS, HOW COULD
I FORGET?



HE WAS
FOLLOWING US...
SEEN HIM AT LEAST
TWICE SINCE
WICHITA.

AND CHECK
OUT WHAT'S
IN THE TRUNK OF
HIS CAR...



BABY...THIS IS
JUST WHAT I BEEN
HOPIN' WE'D FIND
OUT HERE...

COLLISION COURSES

PART
1
OF 2

★ **One Week Later**



--THEY JUST POPPED UP ON THE RADAR LAST MONTH...WITH A VENGEANCE.

THE RED SKULL'S DAUGHTER IS LOOSE? WHY IS THIS THE FIRST I'M HEARING ABOUT IT?

WELL, WE DIDN'T KNOW WHO HAD BROKEN HER OUT, FOR ONE THING...



AND YOU'RE NOT EXACTLY THE FAVORITE SON AT S.H.I.E.L.D. SINCE FURY WENT AWOL...

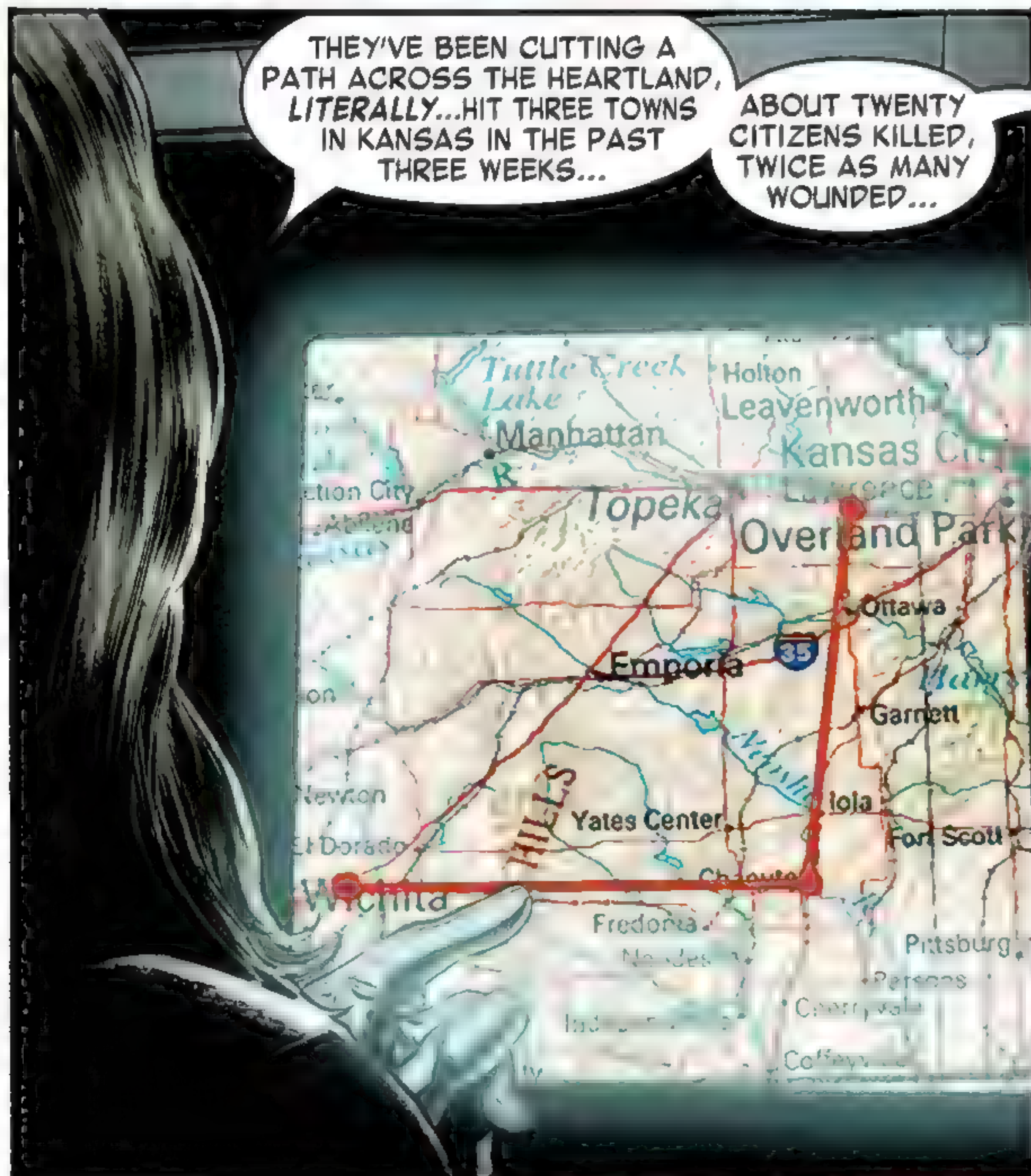
MY NEW BOSSES AREN'T SO THRILLED ABOUT YOUR NEW AVENGERS.



YEAH...I'M NOT SO THRILLED ABOUT YOUR NEW BOSSES, EITHER, SHARON.

HEH... JOIN THE CLUB.

ANYWAY, WE'VE GOT A PATTERN HERE...

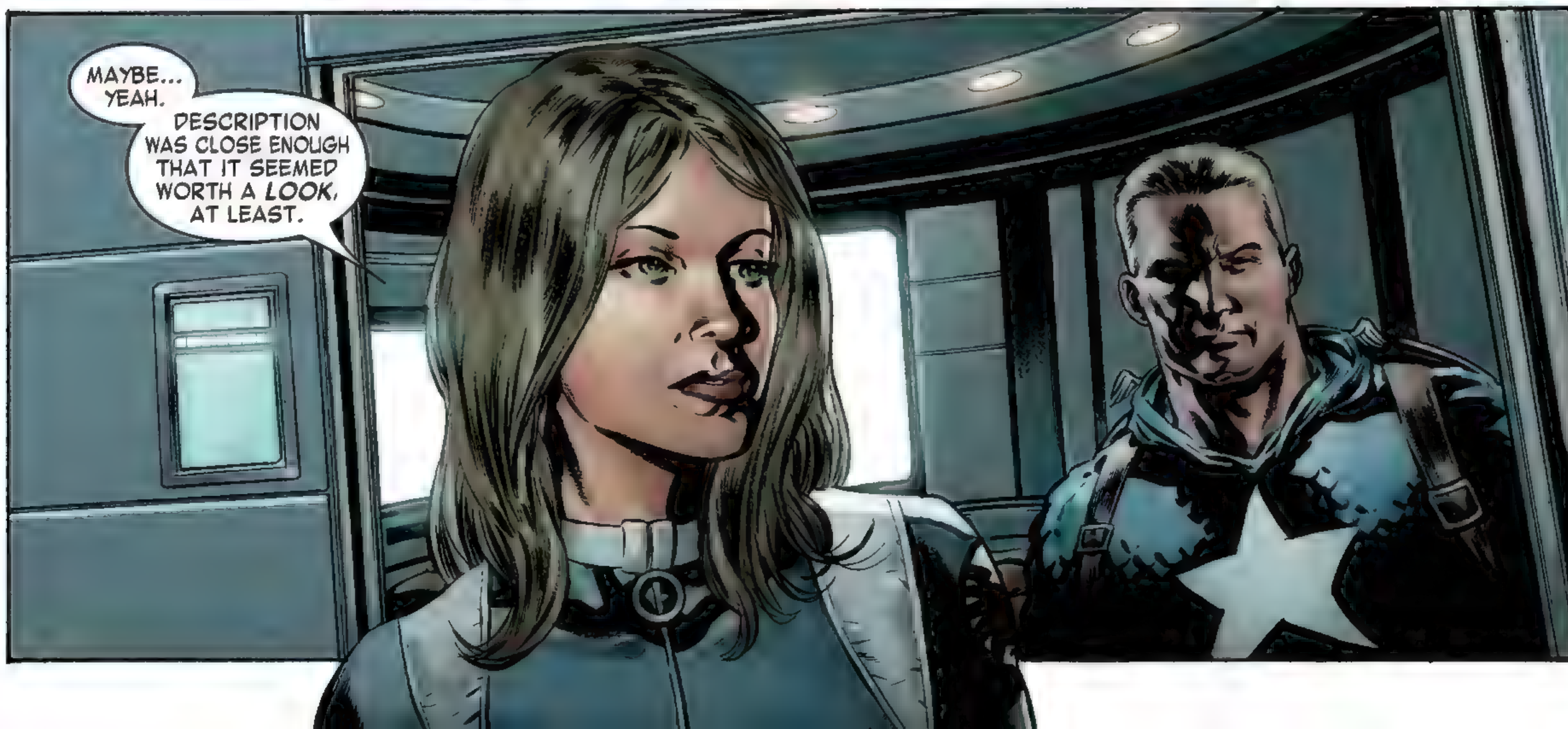
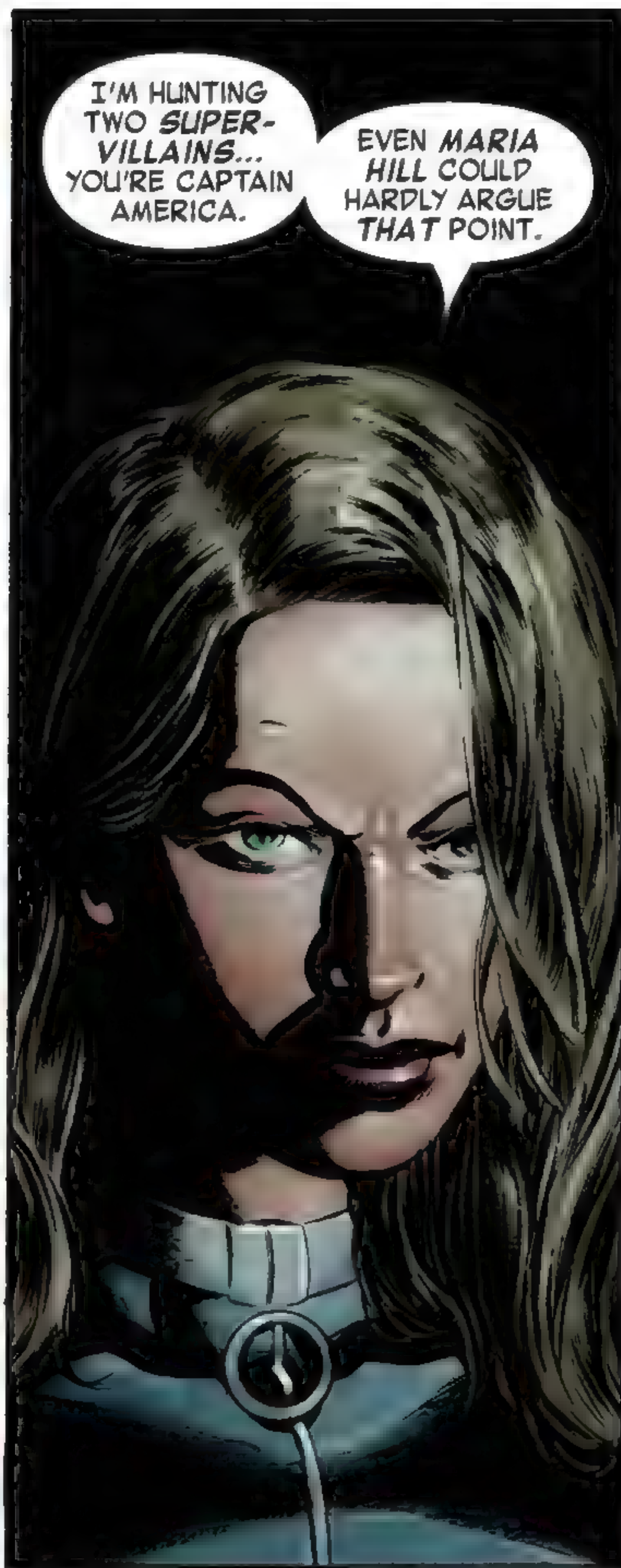


THEY'VE BEEN CUTTING A PATH ACROSS THE HEARTLAND, LITERALLY...HIT THREE TOWNS IN KANSAS IN THE PAST THREE WEEKS...

ABOUT TWENTY CITIZENS KILLED, TWICE AS MANY WOUNDED...



THEN TWO DAYS AGO SIN GOT HER PICTURE TAKEN BY A STOPLIGHT CAM IN IOWA.

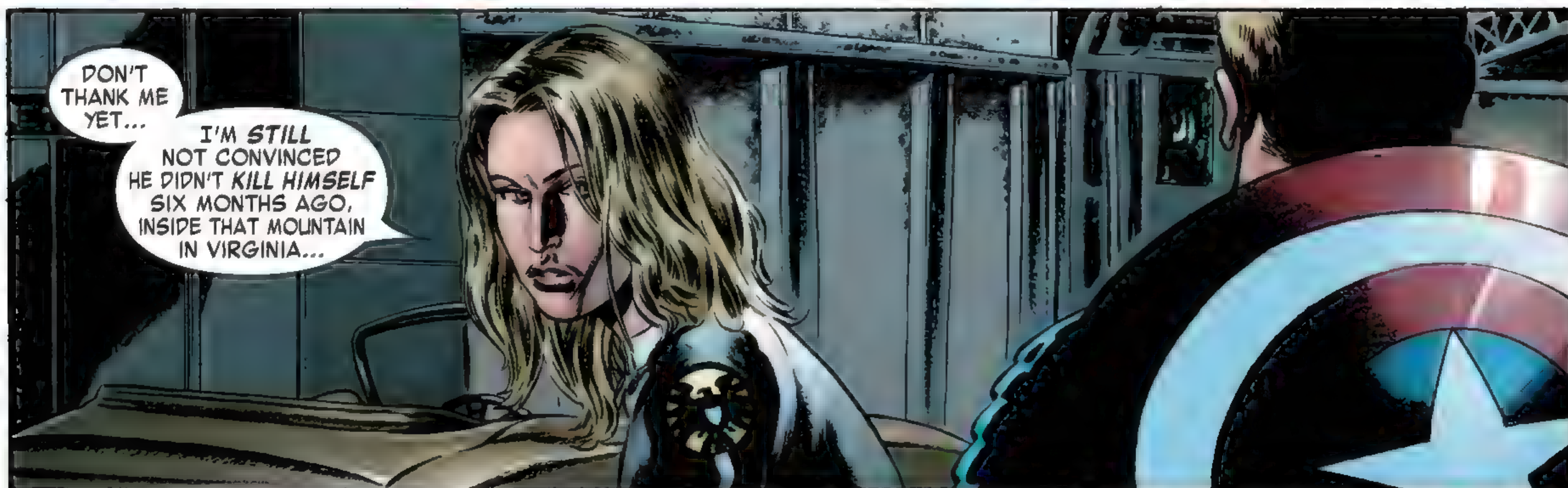




AND SINCE THIS TOWN IS RIGHT IN THE PATH OF CROSSBONES AND SIN'S MIDWEST HELL-TRIP...

WELL, WHAT MY BOSSES DON'T KNOW WON'T HURT THEM, RIGHT?

THANK YOU.



DON'T THANK ME YET...

I'M STILL NOT CONVINCED HE DIDN'T KILL HIMSELF SIX MONTHS AGO, INSIDE THAT MOUNTAIN IN VIRGINIA...



THIS ISN'T THE FIRST TIME, SHARON. HE WAS SEEN VOLUNTEERING ON THE CLEANUP EFFORT IN PHILADELPHIA.

SUPPOSEDLY... THAT WAS NEVER VERIFIED.



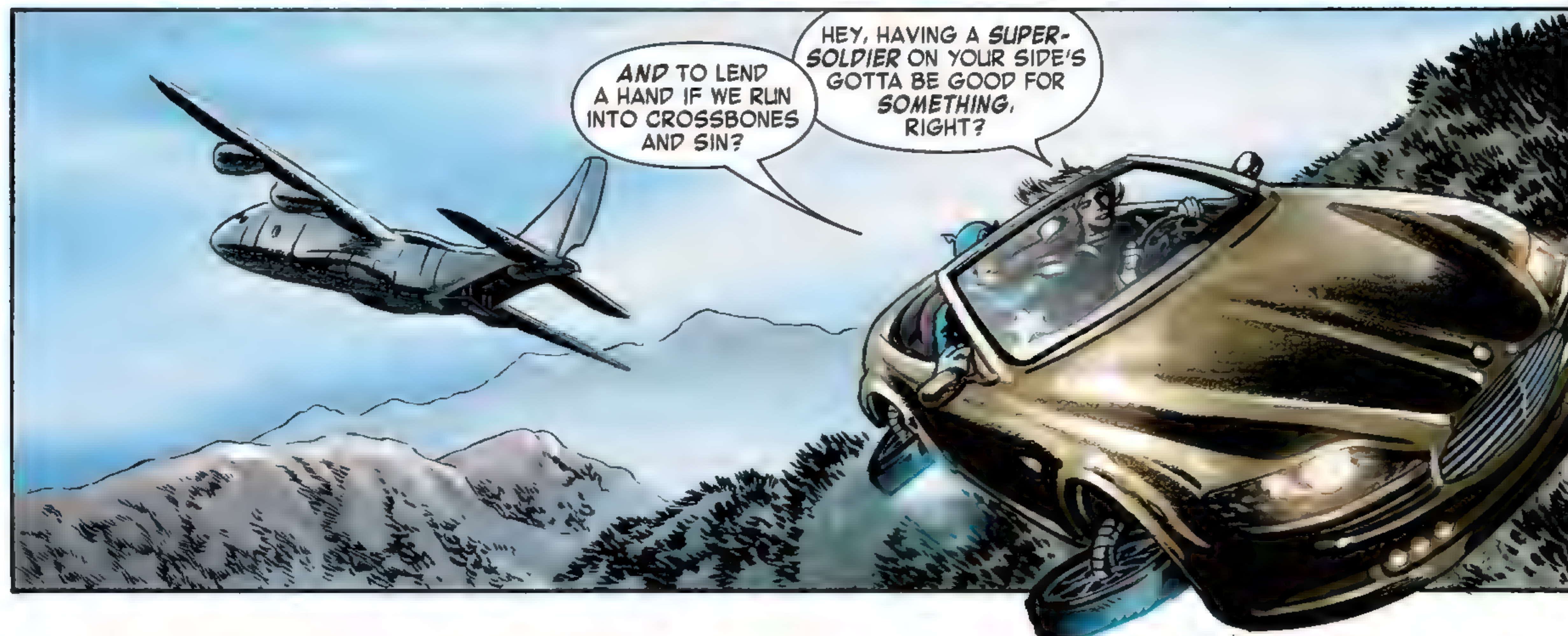
IT WAS HIM.

HE WAS TRYING TO MAKE UP...IN SOME SMALL WAY... FOR WHAT THE WINTER SOLDIER DID.



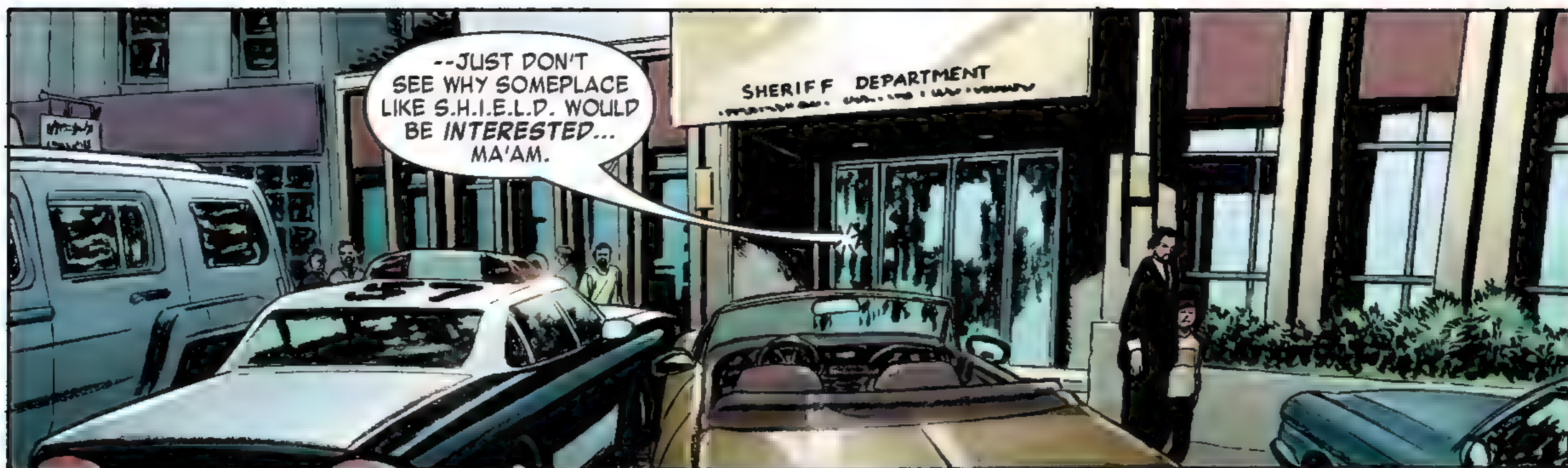
I GUESS I'M JUST NOT AS OPTIMISTIC AS YOU, STEVE...

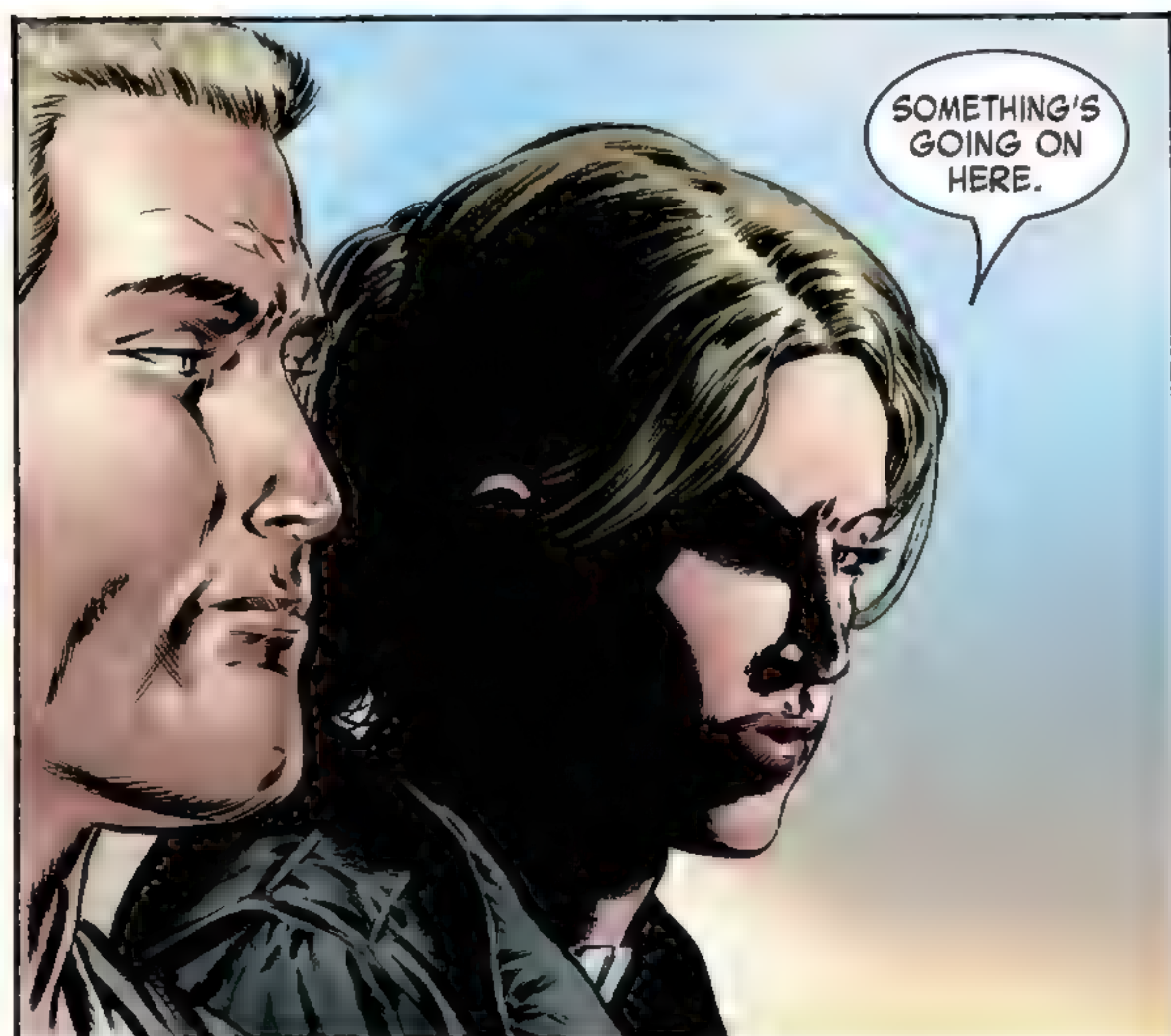
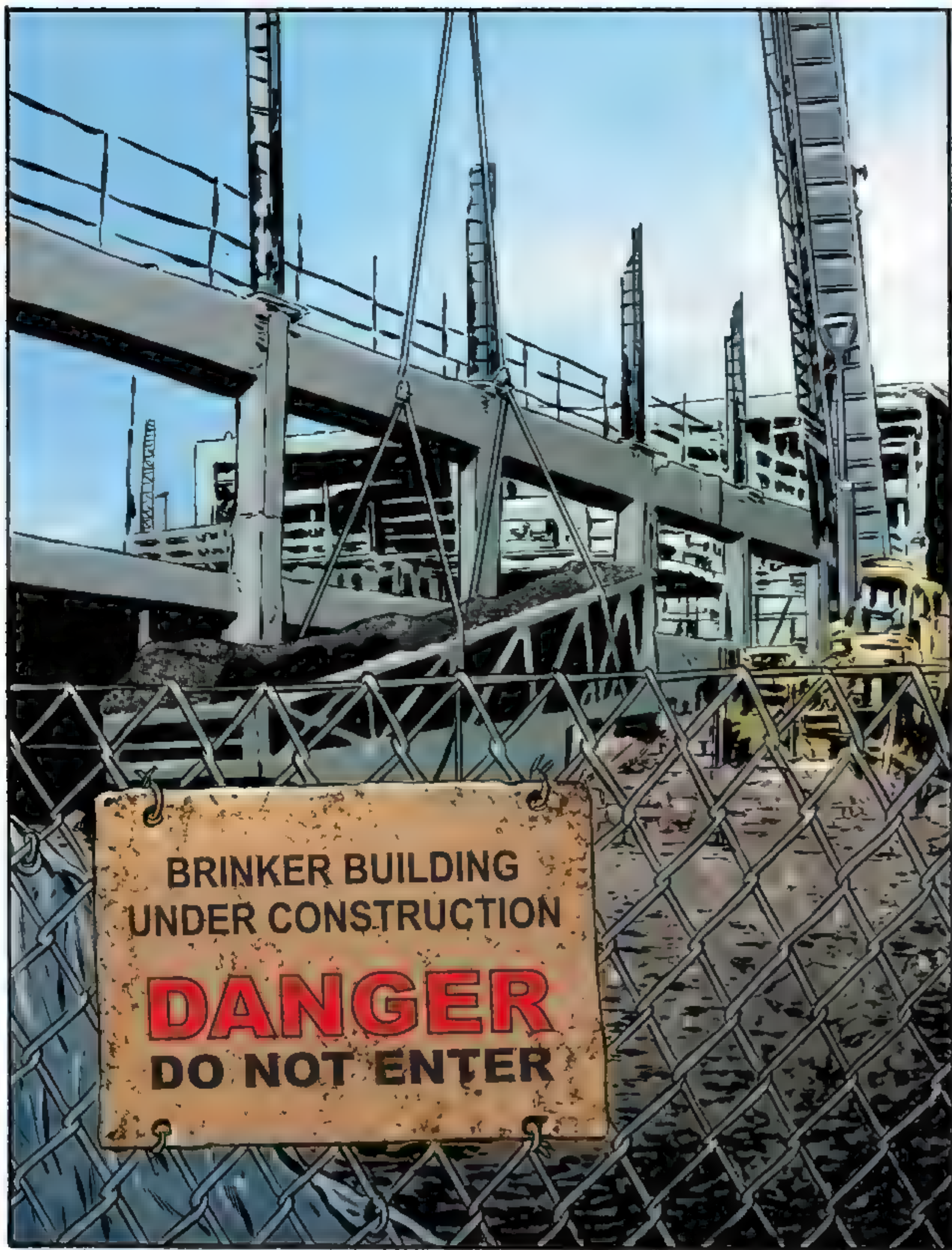
BUT I KNOW WHAT THIS MEANS TO YOU...THAT'S WHY YOU'RE HERE.



AND TO LEND A HAND IF WE RUN INTO CROSSBONES AND SIN?

HEY, HAVING A SUPER-SOLDIER ON YOUR SIDE'S GOTTA BE GOOD FOR SOMETHING, RIGHT?









--JUST DON'T THINK YOU CAN CALL IT THE **WORLD'S GREATEST HAMBURGER** IF IT'S LESS THAN A **QUARTER-POUND**.

IT WAS A REALLY GOOD BURGER.

SO, **WORLD'S GREATEST SNACK**, THEN...**THAT I COULD SEE**.



DOES ANYONE AT **S.H.I.E.L.D.** KNOW ABOUT THIS **BURGER OBSESSION**?

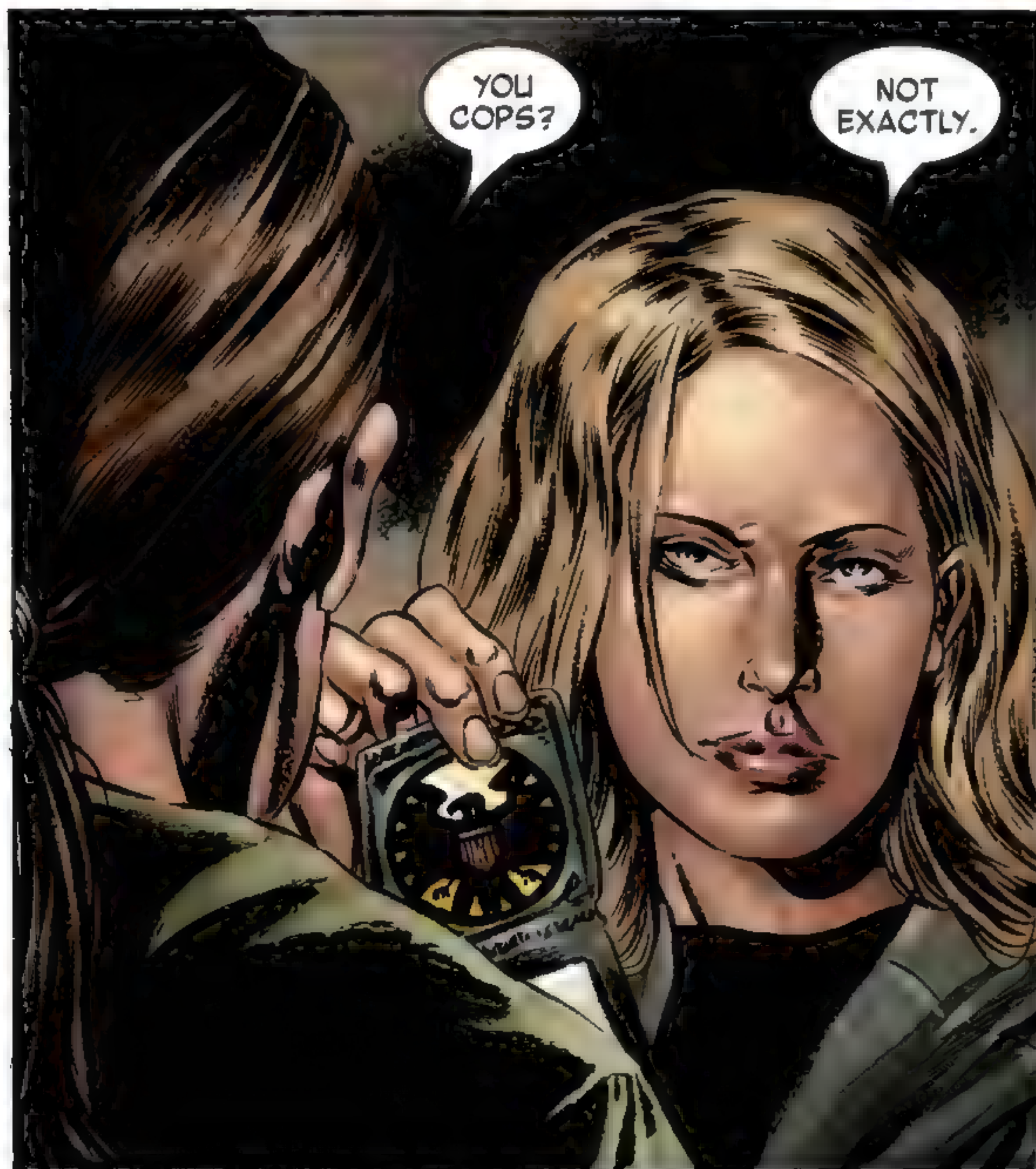
WELL, I **DO** GET A COMPLETE **PSYCH EVALUATION** EVERY YEAR.



GET YOU FOLKS ANOTHER **ROUND**?

SURE...AND I WONDERED IF WE COULD ASK YOU A FEW **QUESTIONS, TOO, MR. IRVING**.

ABOUT THE **INCIDENT** LAST WEEK, **DOWNTOWN**?



YOU **COPS**?

NOT **EXACTLY**.



S.H.I.E.L.D.?

WHAT, UH... WHAT'S A **CAR WRECK** GOT TO DO WITH **S.H.I.E.L.D.**?



WHY
DON'T YOU
TELL ME?

NOTHIN' TO
TELL. TOLD THE
DEPUTIES ALL
I KNOW.

AN' I
BETTER GET
BACK TO WORK
NOW...



HE'S
LYING.

WHAT GAVE
IT AWAY, THE
FLOP SWEAT OR
THE RAPID EYE
MOVEMENTS?

THE NOT
CHARGING
US.



BIG MAN'S
RIGHT, BABE.
THEY'RE ALL LYIN'...
'S'BIG COVER-UP.
WHOLE THING...

AND WHAT
DO YOU KNOW
ABOUT IT?

WASN'T NO
CAR WRECK
'SPLOSION BROUGHT
THAT BUILDIN'
DOWN...

WHAT
WAS IT?



CRAZIEST THING I
EVER SAW...EVEN IN
PILSBURG, WHICH, IS...
Y'KNOW, SAYIN'
SOMETHIN'...

'CAUSE
THIS PLACE...
WOOO...

MAYBE WE
BETTER SIT
DOWN AND YOU
CAN FILL US IN,
MISTER...?



JACKSTON.
CARL JACKSTON,
BABE... YOU CAN
CALL ME CARLY,
THOUGH...

ALL
RIGHT, CARLY...
ILLUMINATE
US.



SO, THIS
WAS WHAT...LIKE A
WEDNESDAY NIGHT?
RIGHT...

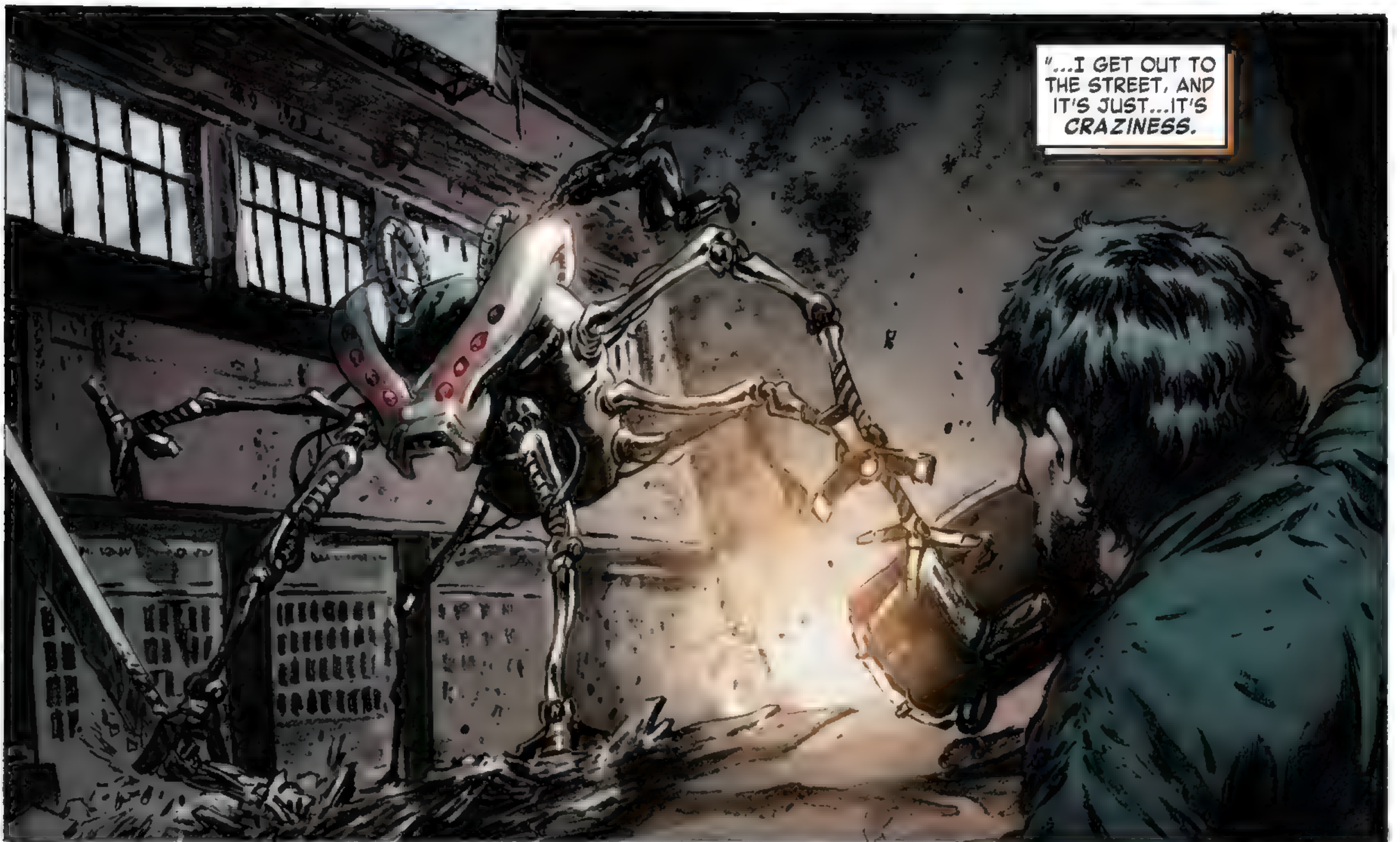


"WAS THE MIDDLE OF THE NIGHT, AN' I WAS ON MY WAY TO SEE A MAN ABOUT A HORSE, IF Y'KNOW WHAT I MEAN..."



"...AN' SUDDENLY THE WHOLE PLACE STARTS SHAKIN', AND IT SOUNDS LIKE THUNDER OR SOMETHIN'."

"THOUGHT IT WAS AN EARTHQUAKE, BUT..."



"...I GET OUT TO THE STREET, AND IT'S JUST...IT'S CRAZINESS."



"THERE'S THIS HUGE METAL SPIDER-LOOKIN' THING, AND SOME GUY..."

"...LOOKS LIKE HE'S BEATIN' IT UP, EVEN THOUGH IT'S WAY, WAY BIGGER'N HIM."



"BUT THIS *CRAZY GUY*, HE WON'T LET GO OF IT.

"JUST KEEPS BASHIN' IT WITH THIS ARM OF HIS, LOOKS LIKE *IT'S* MADE OUTTA METAL, TOO...



"...AN' IT'S GOT SOME GLOWING RED STAR ON IT. EVERY TIME HE BASHES THIS THING, THE STAR SHINES RED FOR A SECOND.



"LIKE SOME KINDA SPECIAL EFFECT.



"BUT WHATEVER HE'S DOIN', IT WORKS, 'CAUSE THIS SPIDER-THING GOES ALL NUTS... LIKE IT'S STARTIN' TO SHORT OUT.



"THEN IT CRASHES INTO SOME BUILDIN' AND JUST BLOWS UP.

"AN' THE CRAZY GUY,
HE JUST DISAPPEARS
INTO ALL THE SMOKE
AND FIRE.

"LIKE IT'S
NO BIG DEAL
AT ALL..."



AND YOU'RE TELLING
ME YOU WERE THE
ONLY WITNESS
TO THIS?

NO...BLINCHA PEOPLE
SAW IT. THEY'RE
JUST KEEPIN' THEIR
MOUTHS SHUT.



S'WHAT PEOPLE
AROUND HERE ARE
LIKE, I GUESS. BUT
OL' CARLY...I AIN'T
FROM HERE.

SO WHAT
DO I CARE
ABOUT THEIR
SECRETS?



YOU **SHOULD**,
CARLY...WHAT PEOPLE
KEEP **SECRET** TELLS
YOU WHO THEY ARE.

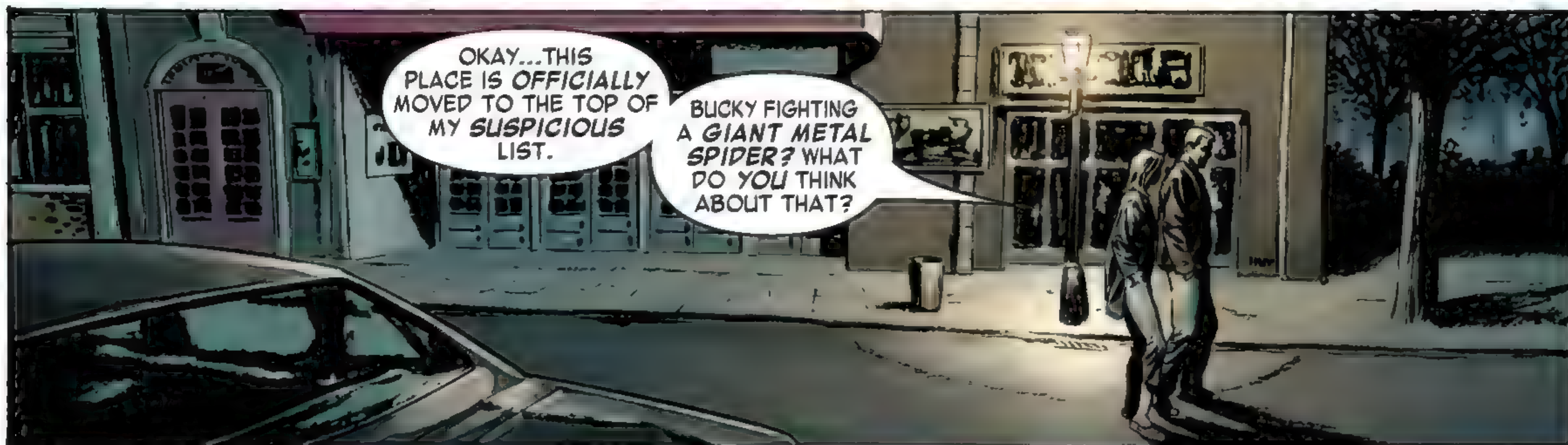
AND THIS
ONE'S TELLING ME
YOU BETTER GET
YOURSELF OUT OF
TOWN...ASAP.

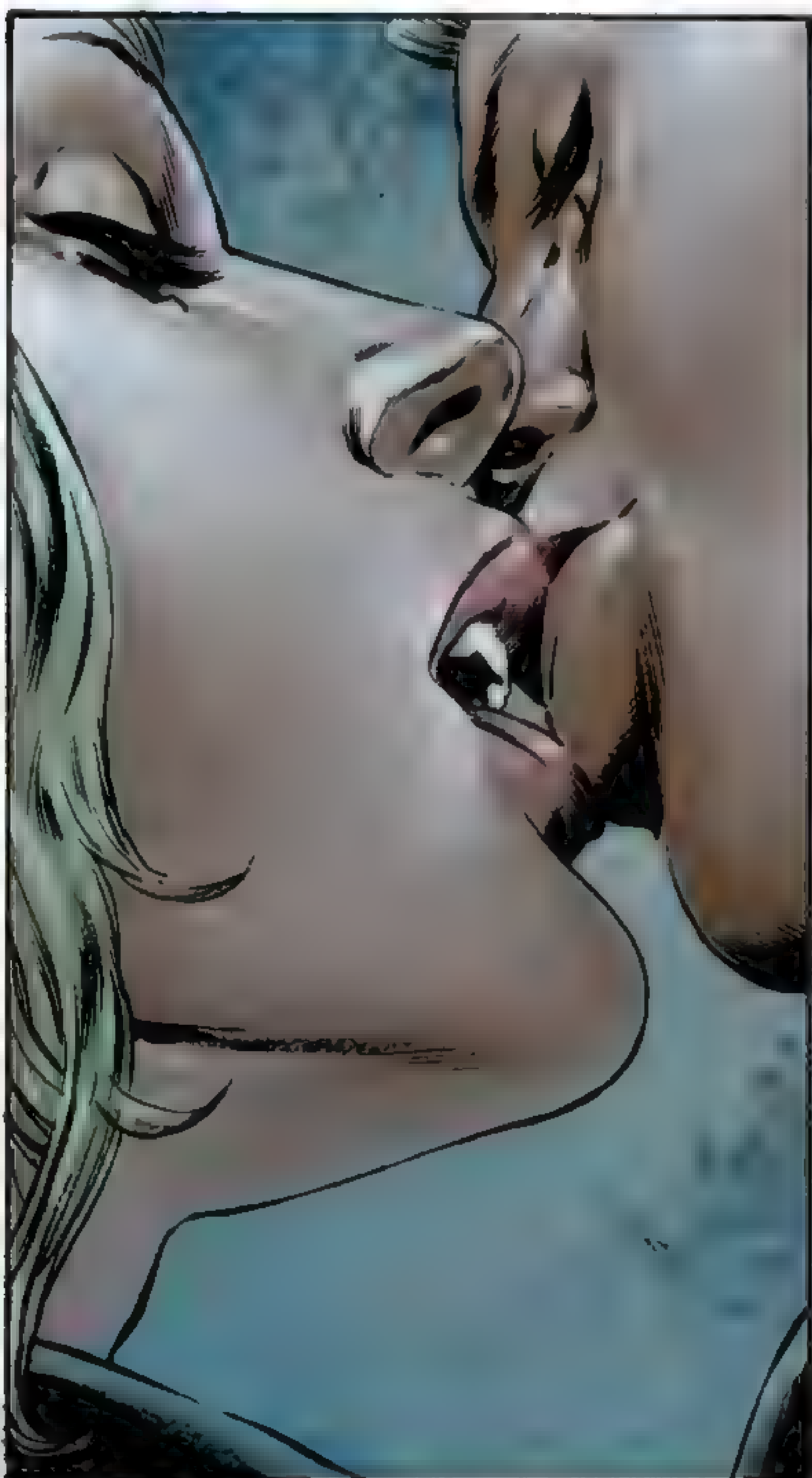
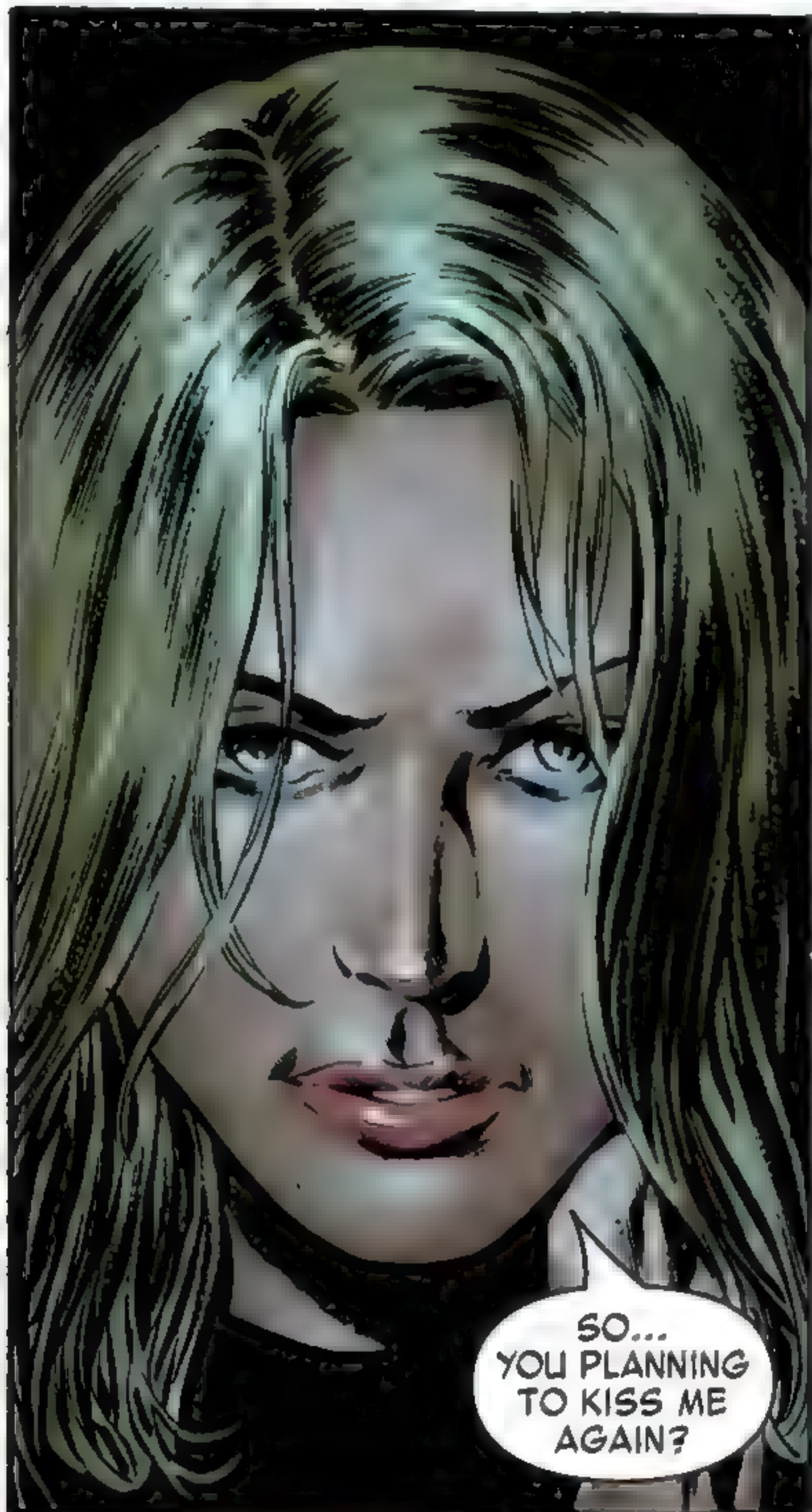


AND DON'T
TELL **ANYONE** YOU
TALKED TO US UNTIL
YOU **DO**.

HUINH...?

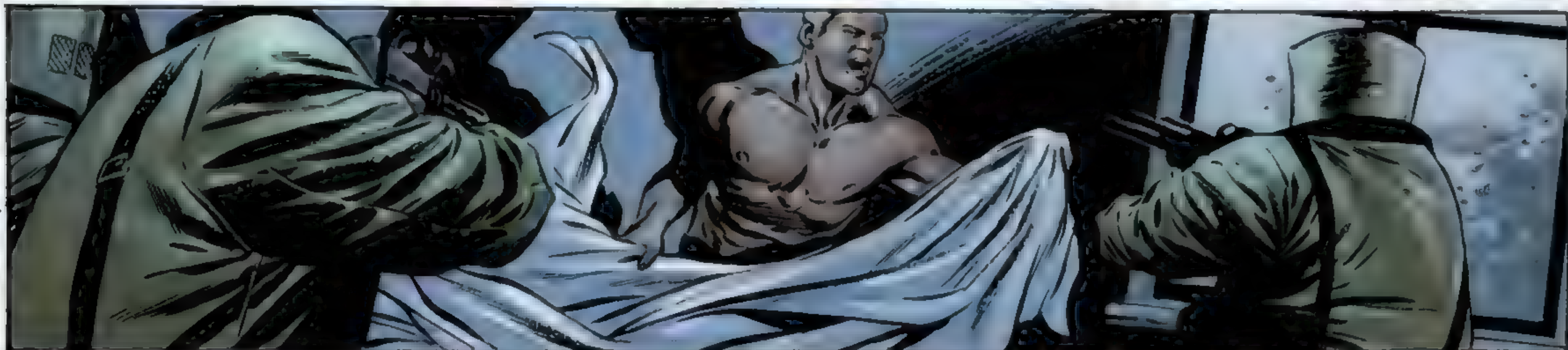


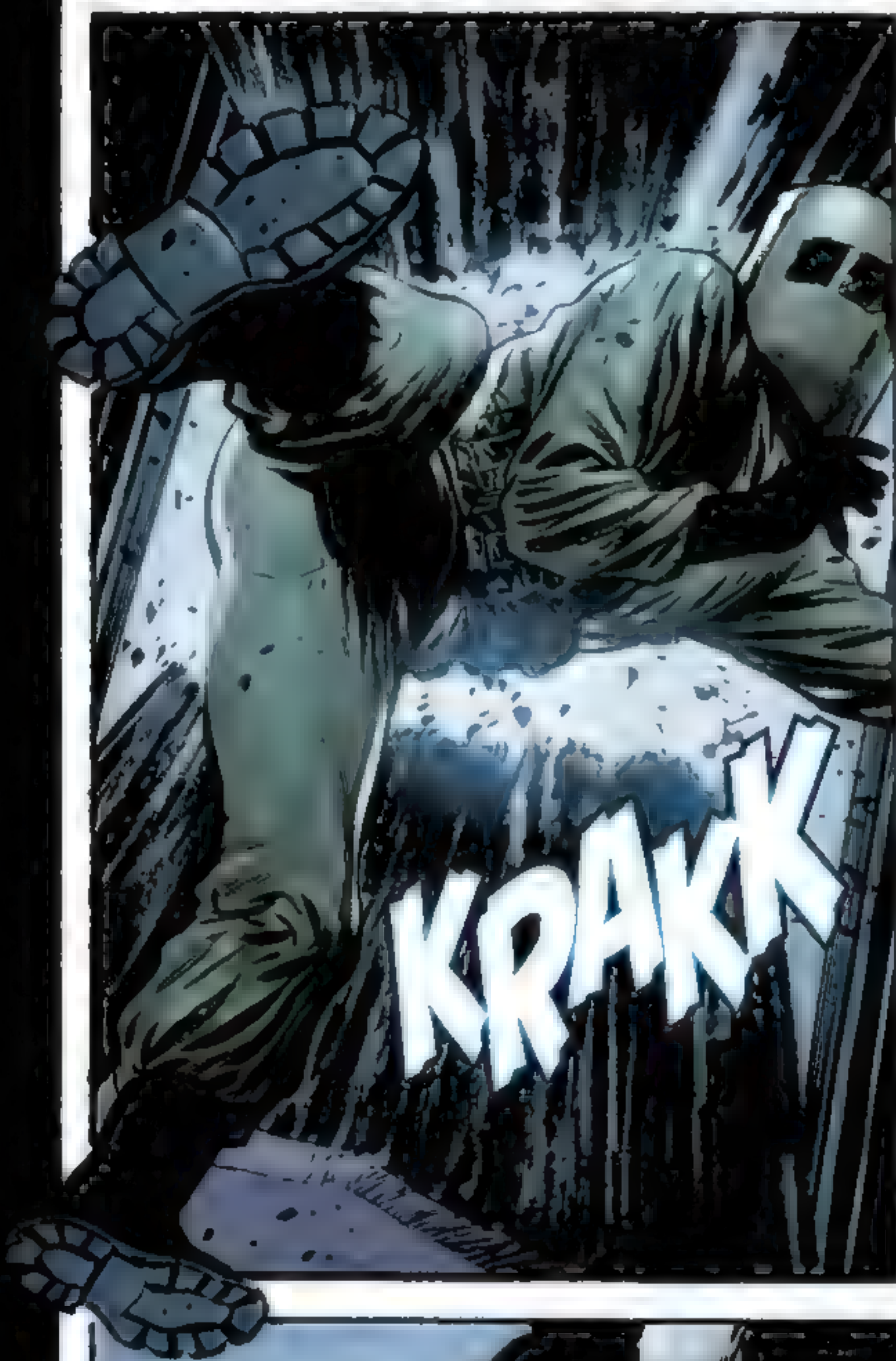












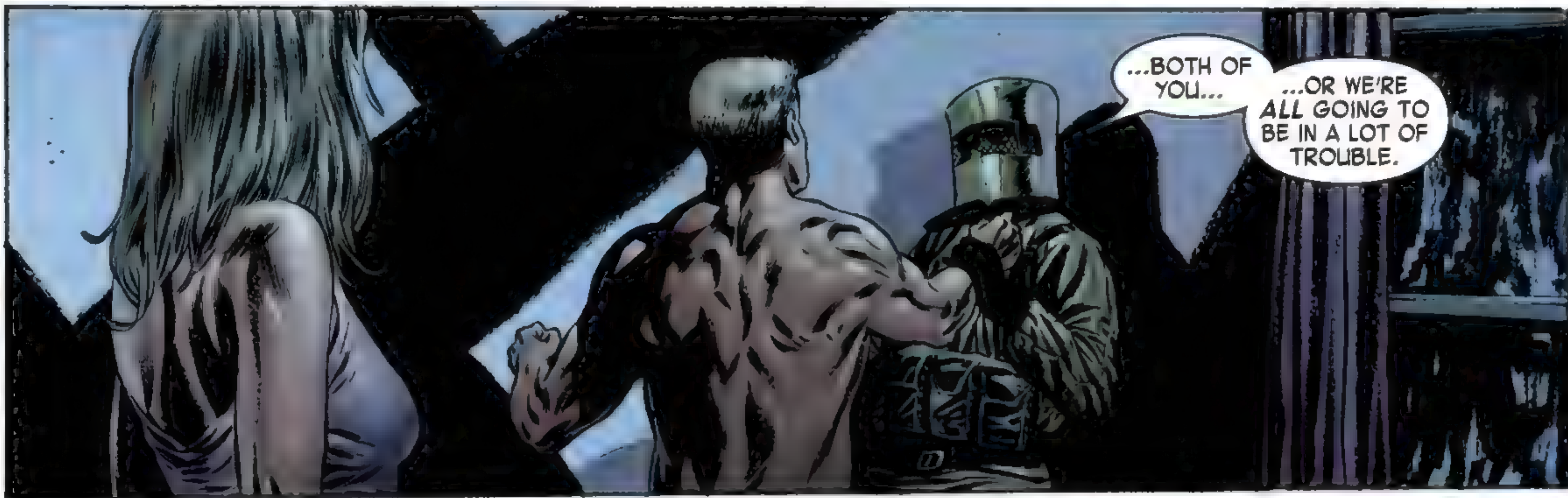


CAPTAIN AMERICA #17
"COLLISION COURSES PART 2 OF 2"



COLLISION COURSES

**PART
2
OF 2**



...BOTH OF YOU...

...OR WE'RE ALL GOING TO BE IN A LOT OF TROUBLE.



SEE? I TOLD YOU THIS TOWN WAS WEIRD.

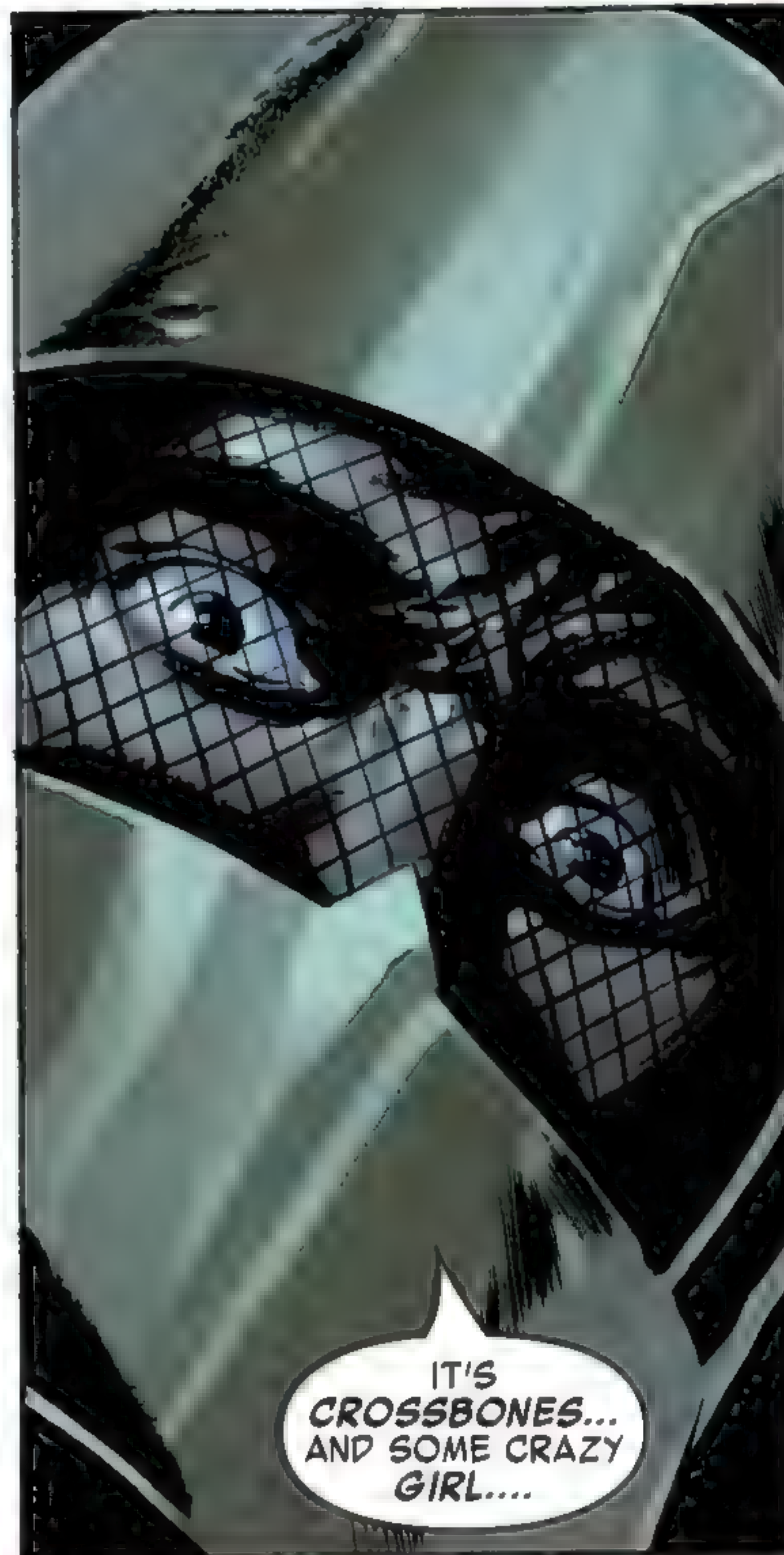
CLEARLY.



ALL RIGHT, EXPLAIN... WHY DO YOU NEED OUR HELP?

BECAUSE-- SHE--SHE'S FROM S.H.I.E.L.D. AND YOU'RE-- YOU'RE CAPTAIN AMERICA...

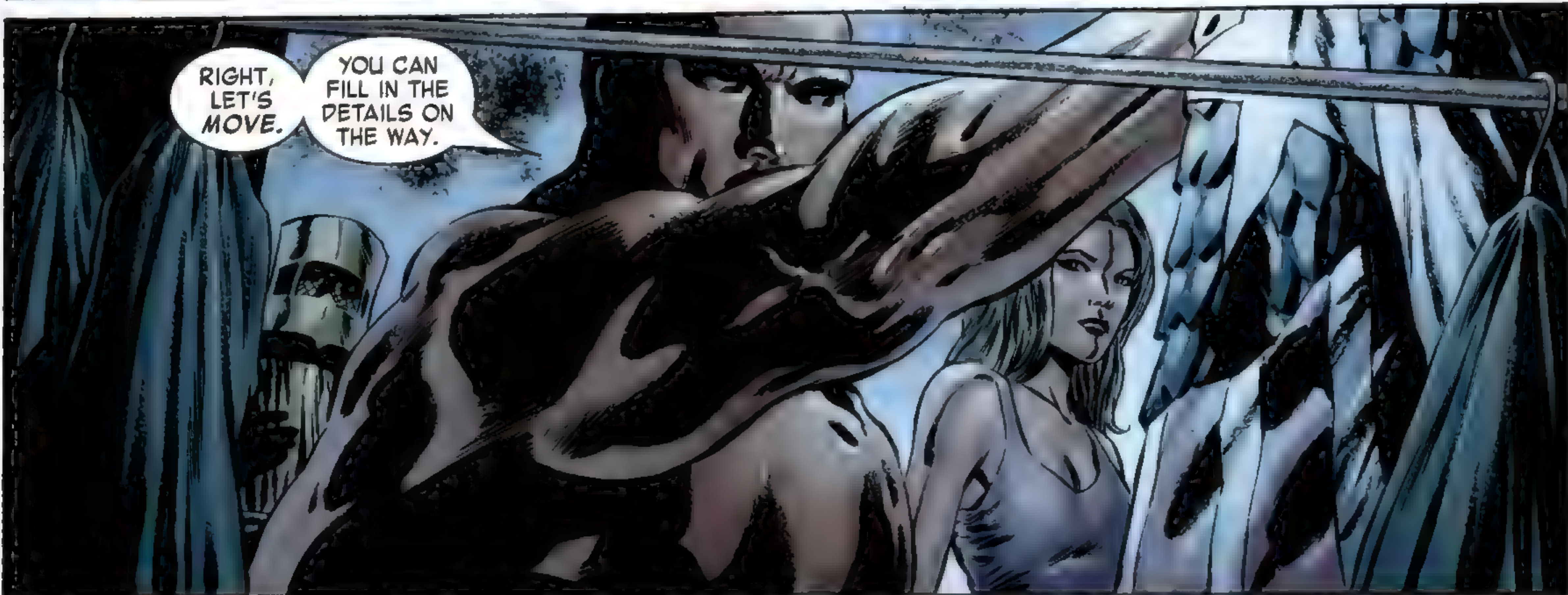
GENERALLY NOT THE PEOPLE YOU RUN TO. SO WHY?



IT'S CROSSBONES... AND SOME CRAZY GIRL....



...THEY'VE TAKEN OVER OUR LAB.



RIGHT, LET'S MOVE.

YOU CAN FILL IN THE DETAILS ON THE WAY.

THE DETAILS.

"YOU'VE PROBABLY FIGURED BY NOW THAT PILSBURG ISN'T THE AVERAGE SMALL TOWN..."

"SINCE THE EARLY 90s, IT'S BEEN RUN BY AN UNDERGROUND A.I.M. RESEARCH CELL, LITERALLY..."

"OUR FACILITY RUNS UNDER MOST OF THE DOWNTOWN AREA..."

"...AND THE LOCAL OFFICIALS ARE EITHER SCARED INTO SILENCE, OR ON OUR PAYROLL."

"AND THAT'S HOW IT WAS FOR YEARS...WE DO OUR RESEARCH, AND THE TOWN PROSPERS."

BUT THEN
LAST WEEK, SOME
SUPER-AGENT
BROKE INTO
OUR LAB.

HE DESTROYED
SEVERAL KEY **PROTOTYPES**,
AS WELL AS TAKING OUT
ONE OF OUR BUILDINGS
IN TOWN.



IT'S ALL
BEEN GOING TO
HELL SINCE JUST
BEFORE THE **RED**
SKULL GOT
KILLED.

VARIOUS
BRANCHES OF
A.I.M. BREAKING
OFF AND TAKING
OUR RESEARCH
WITH THEM.



AND HOW
DOES THIS LEAD
TO **CROSSBONES**
TAKING OVER YOUR
LAB, EXACTLY?



ONE OF
OUR FIELD AGENTS
WAS FOLLOWING HIM,
WAITING FOR HIM TO
CONTACT THE GROUP
THAT NOW CALLS
ITSELF **R.A.I.D.**

RADICALLY
ADVANCED IDEAS IN
DESTRUCTION.



APPARENTLY,
OUR AGENT'S COVER
GOT BLOWN...WELL, I'M
ASSUMING...

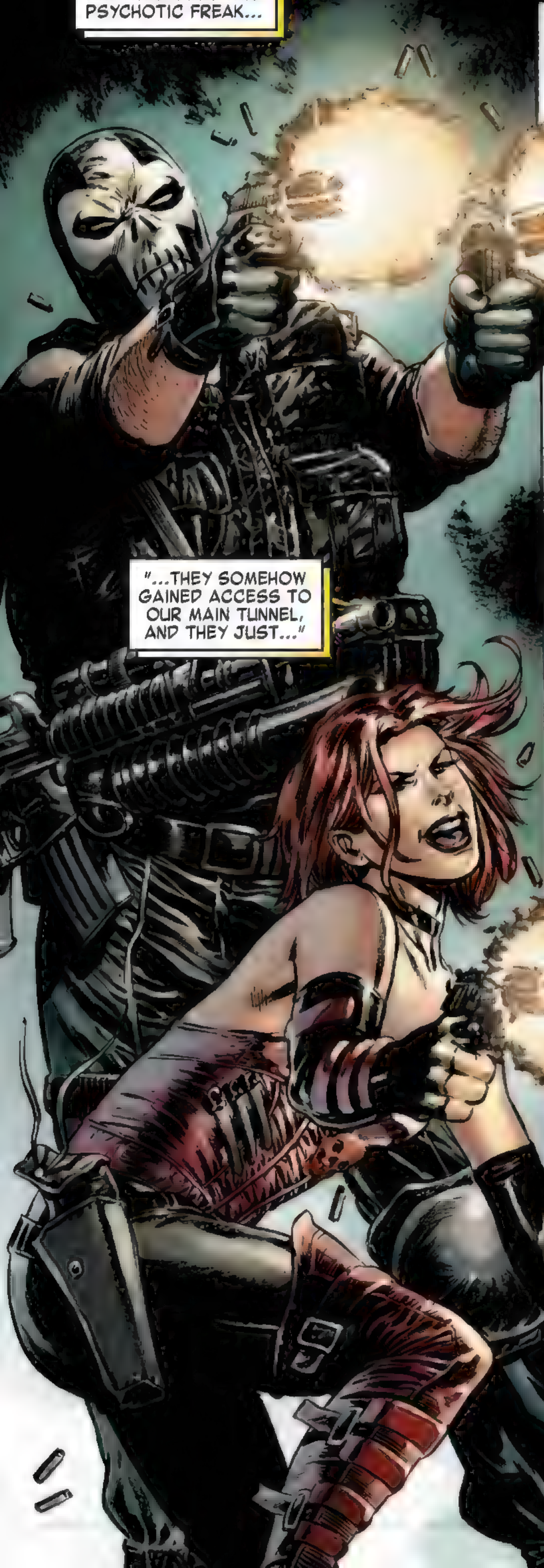
BECAUSE
ALL I KNOW
IS--





"--TWO NIGHTS AGO,
WE GOT BROKEN INTO
AGAIN...BUT THIS TIME
IT WAS DIFFERENT.

"CROSSBONES
AND THIS GIRL, THIS
PSYCHOTIC FREAK..."



"...THEY SOMEHOW
GAINED ACCESS TO
OUR MAIN TUNNEL,
AND THEY JUST..."



...WELL, WE'RE
SCIENTISTS, NOT
SOLDIERS. AS YOU
WELL KNOW.

SO YOU
CAVED IS
WHAT YOU'RE
SAYING.

NOT ALL
OF US.



I HID...
SO DID MY
FRIENDS.

THE GUYS
YOU LEFT
BACK AT YOUR
HOTEL.



AND WHAT'D
YOU SEE THAT
SENT YOU RUNNING
FOR HELP?

WHEN THEY
OPENED THE
VAULT...

"...THEY SAW DEVICES THERE THAT COULD LEVEL A CITY BLOCK IF USED CORRECTLY, AND IF USED INCORRECTLY, WELL..."

"...THEY AREN'T THE KIND OF THINGS YOU WANT IN THE WRONG HANDS."

"AND WHEN I SAW THE LOOK ON THEIR FACES WHEN THEY OPENED THAT VAULT...ESPECIALLY ON THE GIRL'S FACE..."

"...IT SENT A CHILL RIGHT THROUGH ME."

LOOK, BROCK...SOME NEW TOYS, FINALLY.

WE MANAGED TO SNEAK TOPSIDE LATER AND HEARD ABOUT YOU BEING IN TOWN...

YEAH.

THE ENTRANCE IS RIGHT BEHIND THERE?

OKAY... MOVE IN... STEALTH PROTOCOL.

WHOA...



WELL,
WHAT DID I
TELL YOU?

DID I
DISAGREE?
IT'S A GOOD
PLAN.



JUST DON'T
YOU GO GETTIN'
HUNG UP ON CAPTAIN
AMERICA...

WE'RE
HERE FOR
A REASON.
REMEMBER
THAT.



OH, I'LL
REMEMBER...
JUST DON'T STOP ME
FROM HAVING
MY FUN.

IS THAT EVEN
POSSIBLE?

NO.



YOU IDIOTS
KNOW WHAT
TO DO?

YES
SIR.

THEN GET
TO IT.



YOU'RE ABOUT
TO BE INVADED
BY S.H.I.E.L.D.

LET'S
MAKE IT LOOK
GOOD.



YOU WANNA
GO OVER THIS
ONCE MORE?

WE GO
THROUGH *THIS*
DOOR, THEN WE
SHOULD BE SAFE
UNTIL THE NEXT
DOOR, ABOUT
FORTY FEET
DOWN...

THAT ONE
OPENS INTO THE
MAIN COMPLEX.



OKAY, THEN
ONCE YOU GET
THIS DOOR OPEN,
TWO OF MY MEN
WILL TAKE YOU TO
A HOLDING
CELL ON OUR
HOVERCRAFT.

OH...
UH...I WAS
HOPING--



LOOK
OUT!



MOVE,
PEOPLE!
NOW!

GO! GO!
GO!

RATATATATATATATATATAT





HOLD THEM
AS LONG AS YOU
CAN, THEN RETREAT
DOWN BOTH SIDES
HERE, TO
DIVIDE THEM.

YOU'RE
LEAVING?

GOTTA
MAKE SURE
SIN'S ON
TARGET.

BIAM
BIAM

RATATATATATATATATATATAT



JUST
MAKE THEM
WORK, IDIOT.

IT TAKES A
MOMENT FOR THEM
TO BOOT UP,
I'M NOT--



TOO MUCH
TALKING.

LIK--

BIAM



MODUC SQUAD
ACTIVATED...
HOSTILE TARGET
ENGAGED.

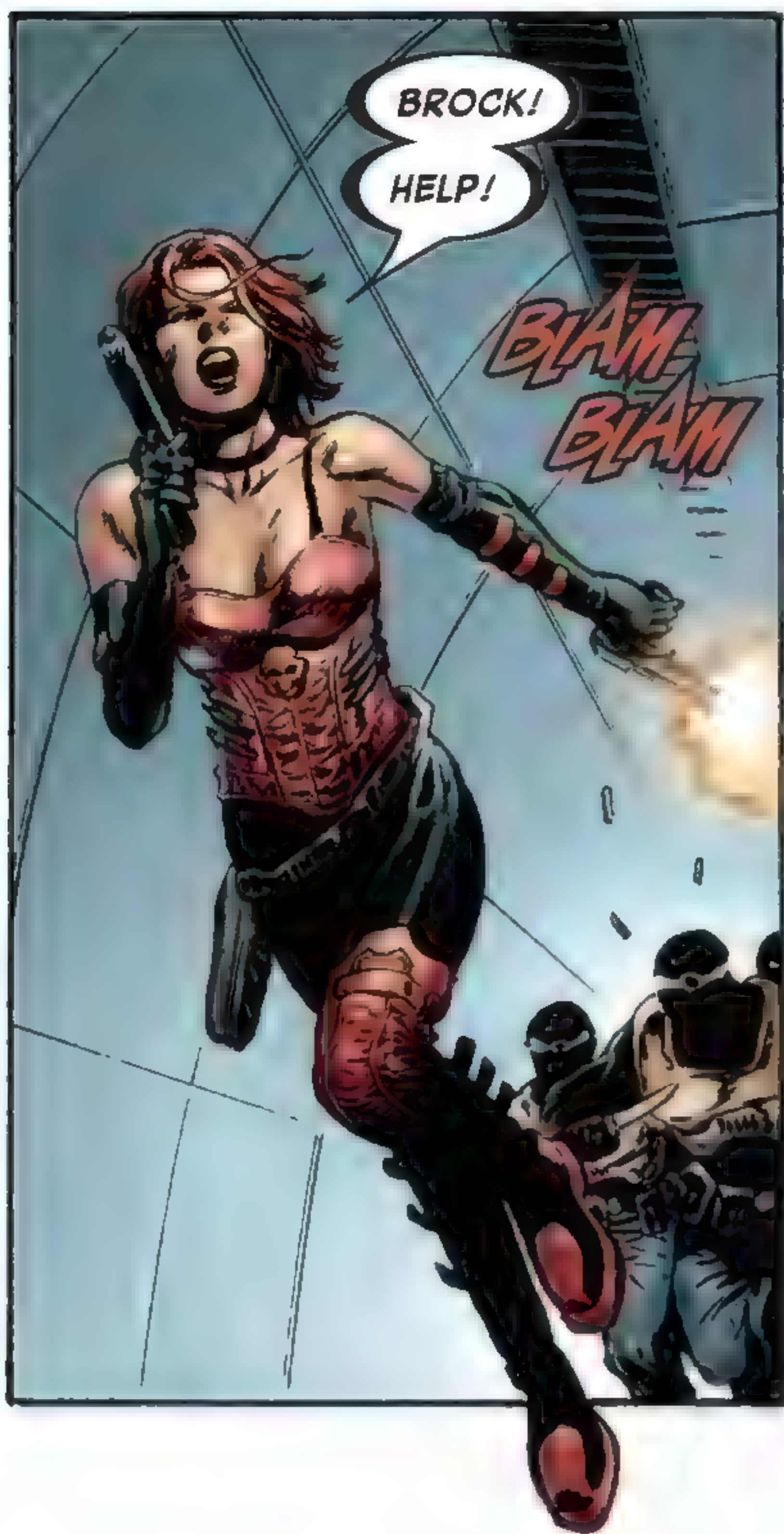
HOSTILE--?



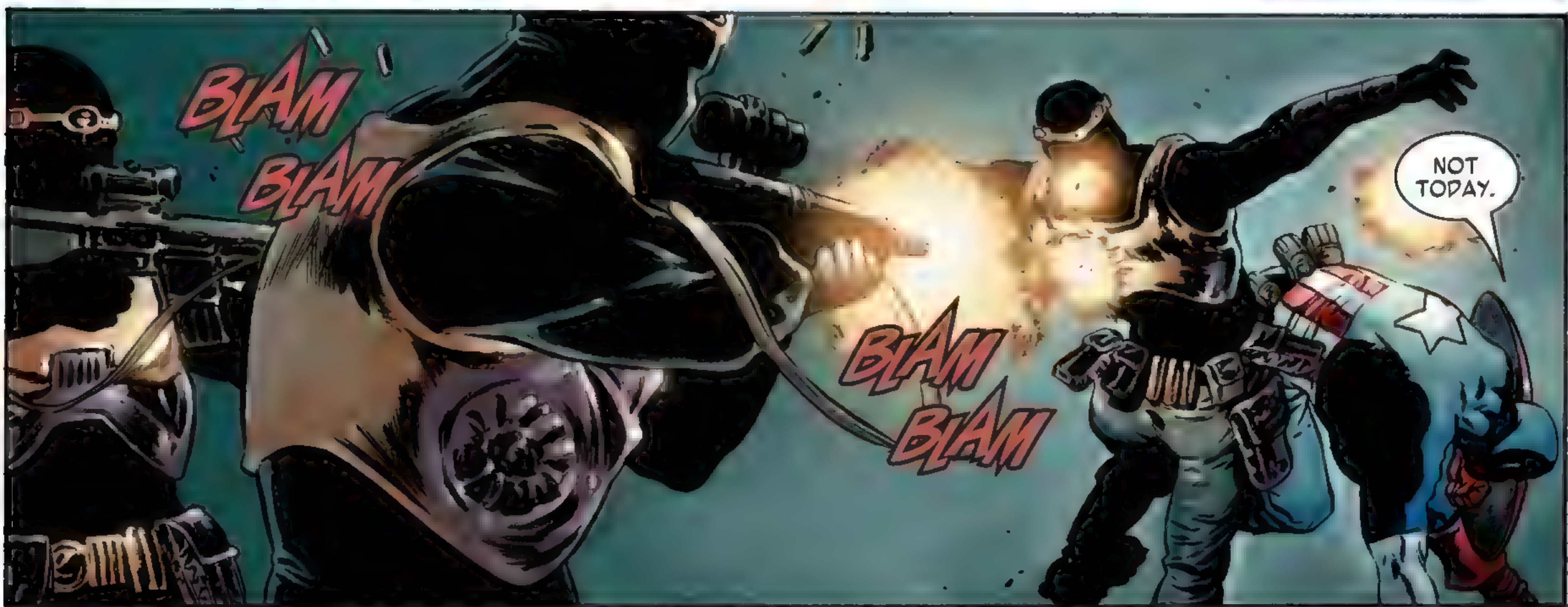
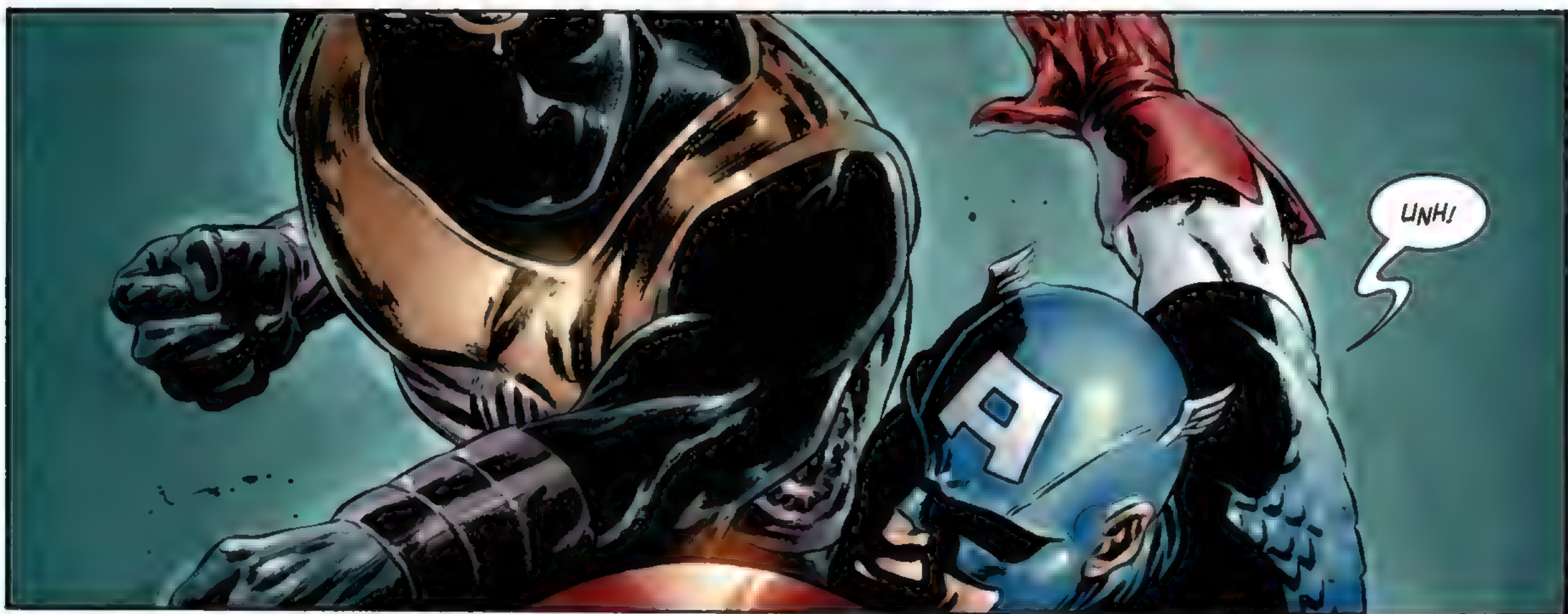
OH
DAMN...

BIAM
BIAM

SUBDUE
HOSTILE TARGET--
PROTECT A.I.M.











YOU KNOW, ALL THESE YEARS, YOU'VE NEVER TOLD ME HOW YOU DO THAT.

DODGE BULLETS.

WHAT?



OH, THAT'S NOTHING...I JUST SEE FASTER.



YOU SEE FASTER? AND THAT'S NOTHING...? I HAVE MENTIONED HOW INFURIATING YOU ARE, RIGHT?

JUST CHECKING.

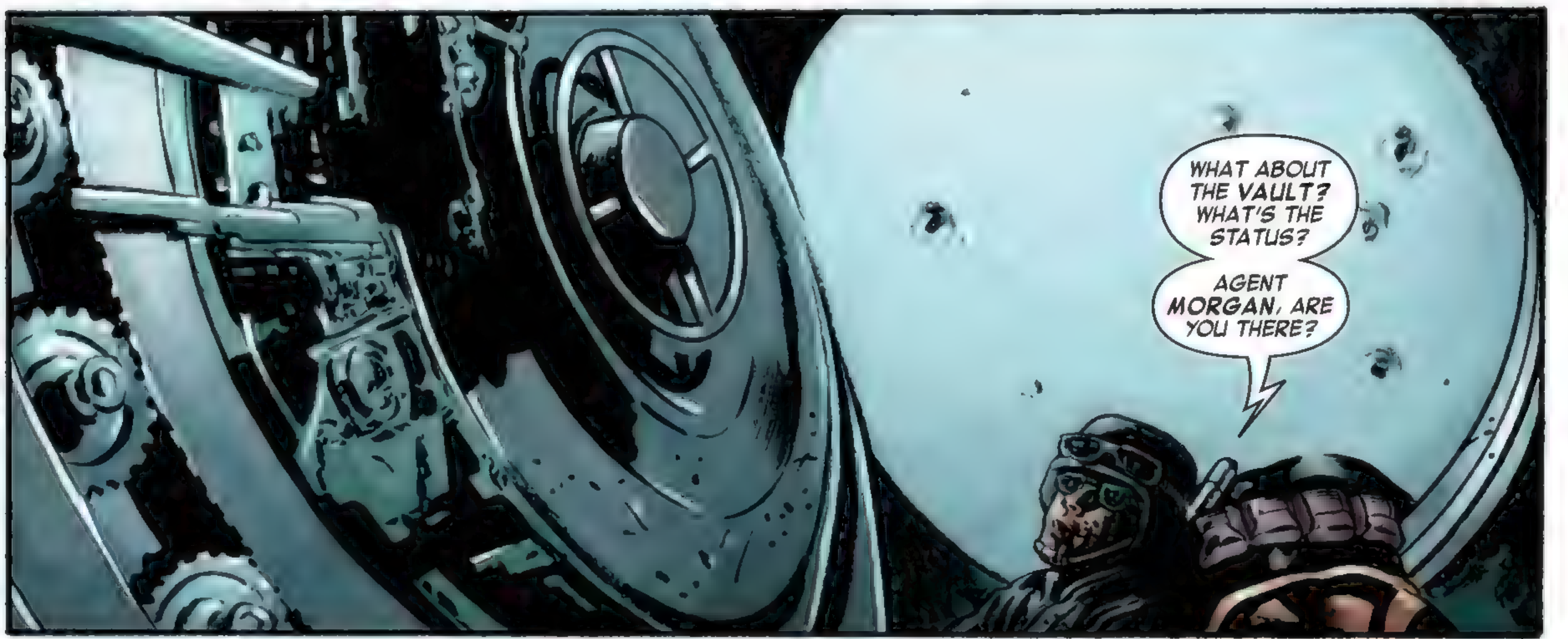
SEVERAL TIMES RECENTLY.



FIELD LEADER TO ALL TEAMS. UPDATE STATUS.

EAST WING CLEARED. ALL A.I.M. PERSONNEL IN CUSTODY.

EXTERIOR TUNNELS CLEARED, MA'AM. FIVE A.I.M. AGENTS IN CUSTODY.



WHAT ABOUT THE VAULT? WHAT'S THE STATUS?

AGENT MORGAN, ARE YOU THERE?



AGENT 13?

YES, AGENT COTTON, WHAT'S THE DAMAGE?

FIVE AGENTS WOUNDED, TWO K.I.A...



...AND ONE M.I.A.

MISSING?

YES MA'AM. ONE OF THE MEN WHO WAS WITH AGENT MORGAN.



ALL RIGHT, PUT A CALL IN TO THE HELICARRIER, HAVE THEM ACTIVATE HIS GPS.

IF HE'S ALIVE, WE'LL FIND HIM.



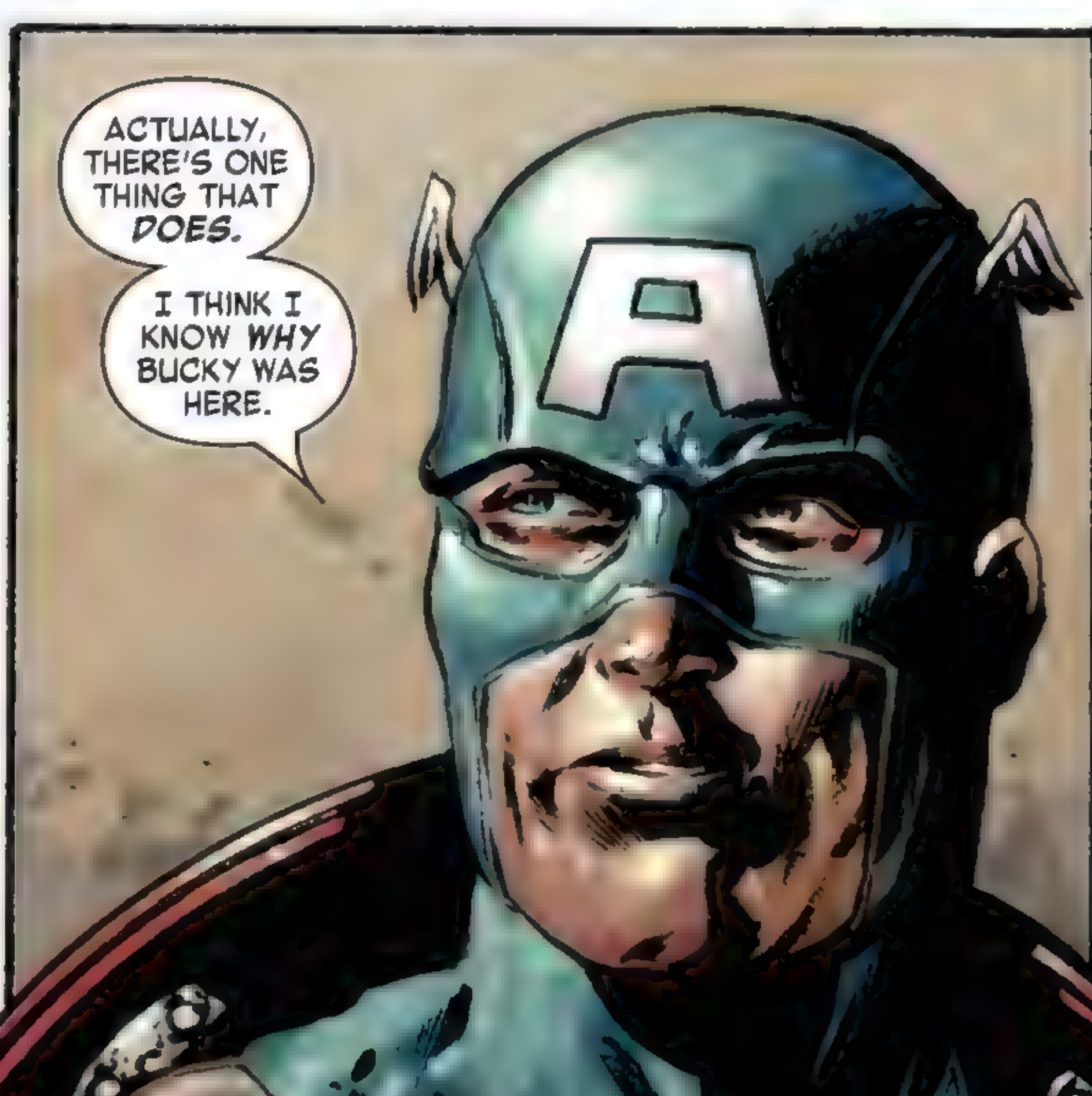
YES, MA'AM, RIGHT AWAY.



THEY DON'T TAKE ANYTHING FROM THAT VAULT, BUT THEY KIDNAP ONE OF MY MEN...?

IT DOESN'T ADD UP.

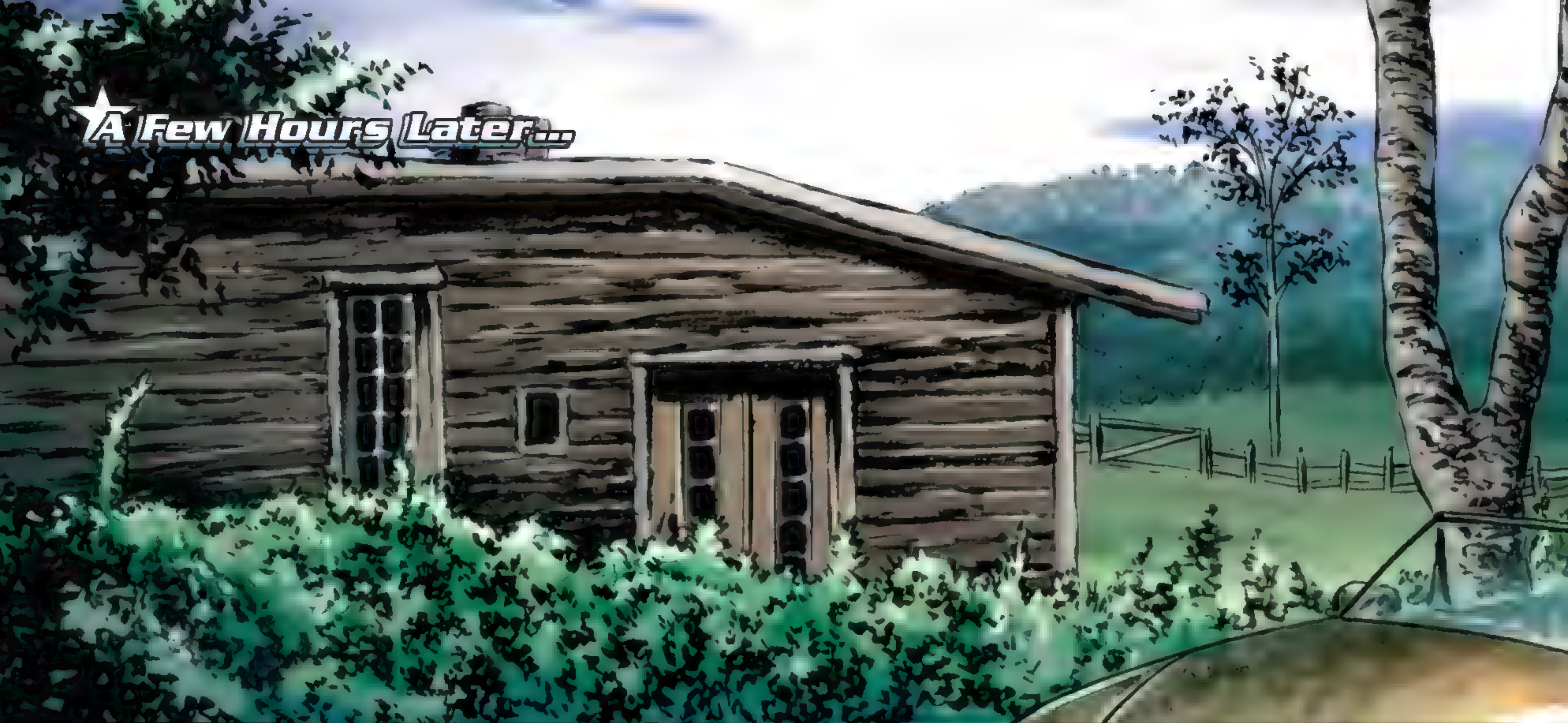
NOTHING ABOUT THIS PLACE ADDS UP.



ACTUALLY, THERE'S ONE THING THAT DOES.

I THINK I KNOW WHY BUCKY WAS HERE.

★ *A Few Hours Later...*



SORRY TO BOTHER YOU, MS. TOLIN...

PLEASE, CALL ME BETTY, EVERYONE DOES.

THEY TOLD US AT THE PILSBURG INN THAT YOU WERE THE DAUGHTER OF THE PREVIOUS OWNERS?

YES...MOM AND DAD RAN THE INN, A LONG TIME AGO.



YOUR MOTHER WAS **GRETCHEN ZELLER**, BEFORE SHE MARRIED YOUR FATHER?

AND SHE'S FROM GERMANY?



YES...

I'M SORRY-- WHAT IS THIS ABOUT?



WE'RE NOT THE ONLY PEOPLE TO ASK ABOUT YOUR MOTHER RECENTLY, ARE WE?

NO...THERE WAS SOMEONE, A LITTLE OVER A WEEK AGO.



WAS
IT THIS
MAN?



YES...ONLY
HIS HAIR WAS
DIFFERENT.

SHORTER.



HE SEEMED
LIKE A NICE ENOUGH
MAN, BUT I THINK HE
WAS A LITTLE OUT OF HIS
TREE, IF YOU KNOW
WHAT I MEAN.

BECAUSE HE
SAID HE KNEW YOUR
MOTHER A LONG
TIME AGO?



HOW DID
YOU--WHAT
IS THIS
ABOUT?

WHO
ARE YOU
PEOPLE?



I KNEW
YOUR MOTHER,
TOO, BETTY...
WE FOUGHT
TOGETHER
ONCE.

OH...OH
MY...



SHE NEVER
TALKED ABOUT
THE WAR...

BUT SOMETIMES
AN OLD MOVIE WOULD
COME ON THE
TV, AND SHE'D GET
DISTANT...QUIET.



DAD SAID
SHE LOST A LOT
OF PEOPLE
SHE CARED ABOUT
BACK THERE...

HER FATHER
WAS KILLED BY
THE NAZIS.

SHE WAS A
RESISTANCE
FIGHTER...AND
BRAVE AS HELL.



MY FRIEND,
THE MAN WHO
VISITED YOU...HE
LOVED HER.



YES...YOU
COULD SEE
THAT IN
HIS EYES.

LIKE I SAID,
I THOUGHT HE
MUST'VE BEEN
CONFUSED.

THIS IS
IMPORTANT, DID
HE SAY ANYTHING
ABOUT WHERE HE
WAS HEADED?

OR WHAT
PLANS HE
HAD?

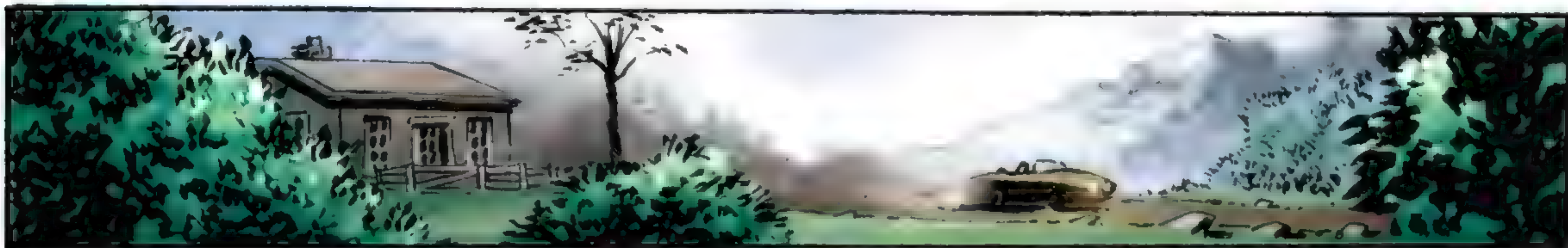


I DON'T
BELIEVE SO. I'M
SORRY...IT WAS AN
ODD VISIT.

HE JUST
WANTED TO KNOW
WHERE MOM
WAS BURIED...



...SAID HE
WANTED TO PAY
HIS RESPECTS
BEFORE IT WAS
TOO LATE.



WHAT?

IT'S A LITTLE
CONVENIENT,
ISN'T IT?

BUCKY TRACKS
DOWN THE GIRL HE
USED TO LOVE, AND
STUMBLES OVER AN
A.I.M. CELL?



YEAH...AND
HOW EXACTLY WOULD
HE TRACK SOMEONE
WHO IMMIGRATED TO THE
U.S. IN THE LATE 40s
AND CHANGED
HER NAME?



HE'S GOT TO
HAVE CONNECTIONS
AROUND THE GLOBE,
THROUGH HIS WORK
FOR LUKIN...

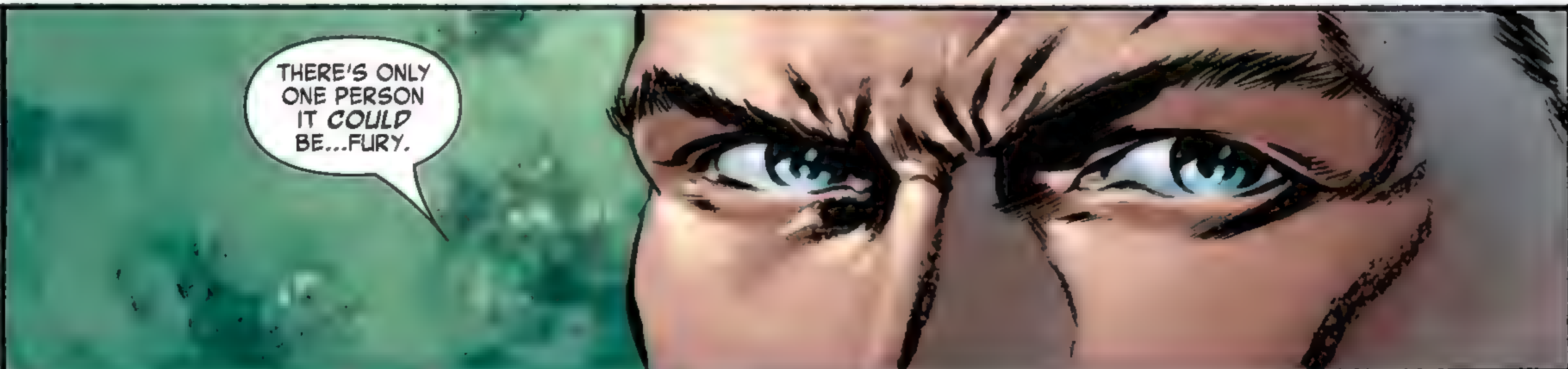
...BUT I
DON'T SEE THEM
HELPING HIM
WITH THIS.



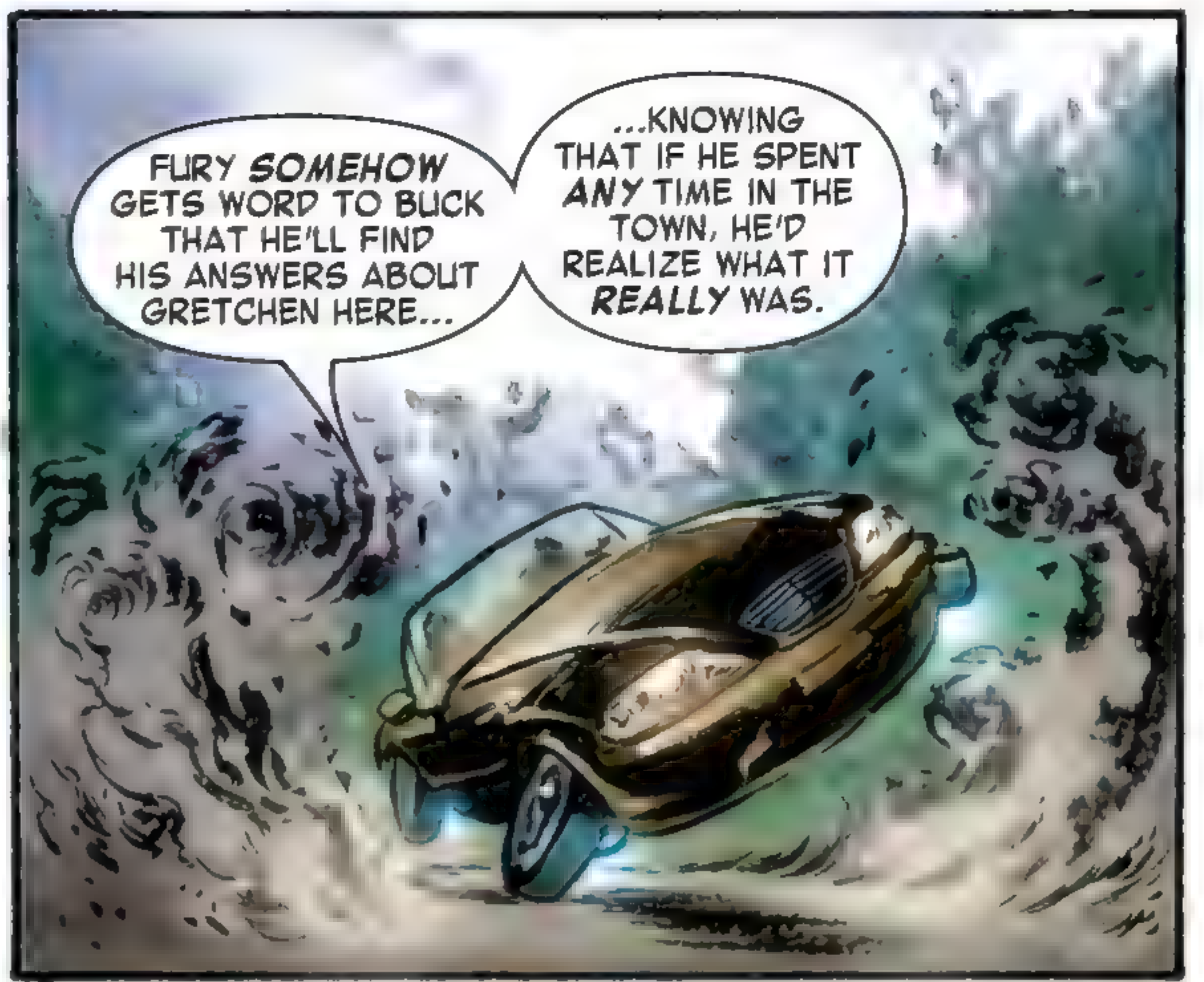
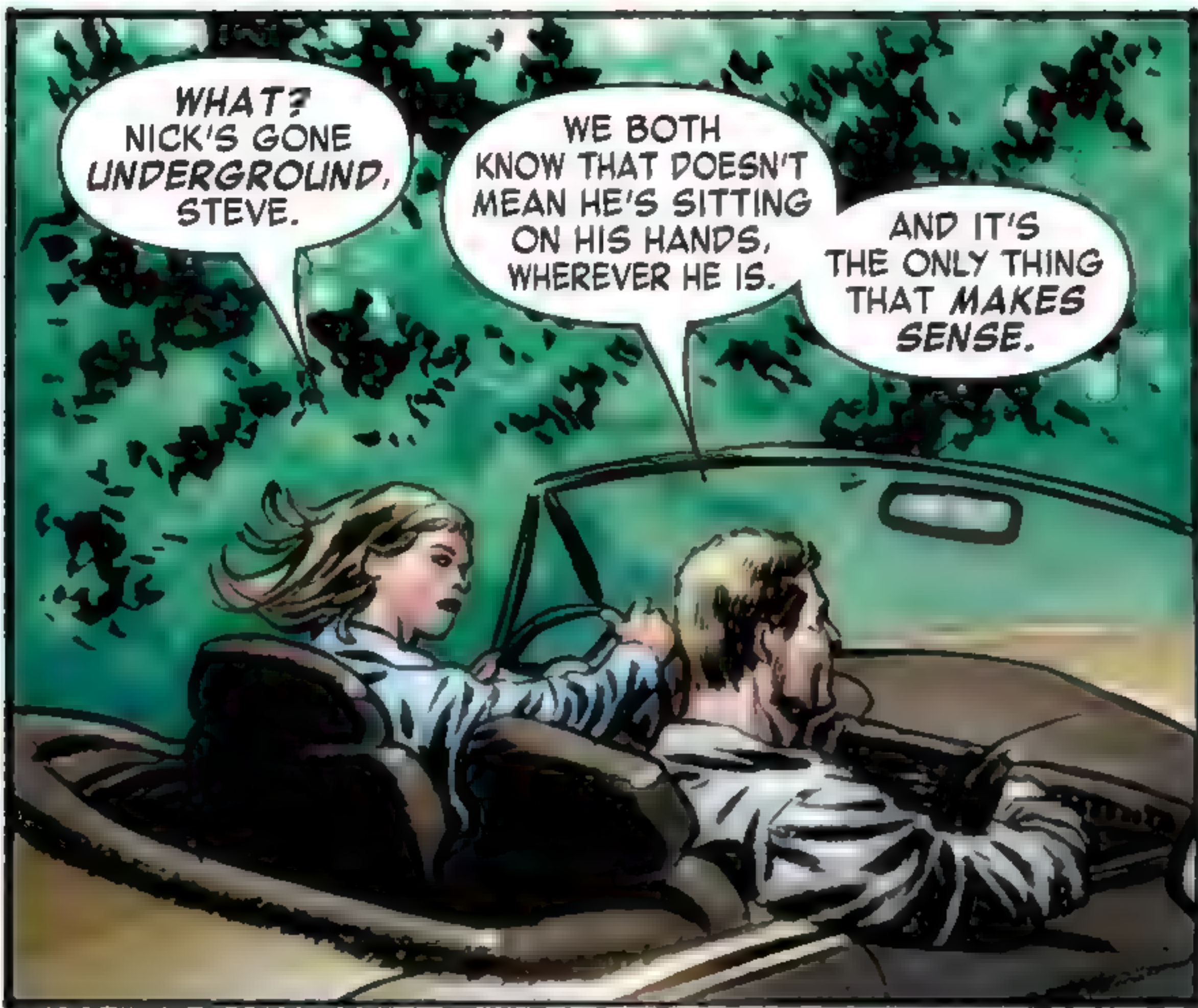
SO WHAT,
THEN?

SOMEONE
STEERED HIM
TO THIS TOWN...
SOMEONE WHO KNEW
WHAT IT WOULD
MEAN TO HIM.

AND WHO'S
THAT?



THERE'S ONLY
ONE PERSON
IT **COULD**
BE...FURY.





PLEASE...
NO...NO
MORE...

WENT TO A
LOTTO TROUBLE
TO GET OUR
HANDS ON YOU,
S.H.I.E.L.D. MAN...



NOW TELL
US WHO
KILLED THE
RED SKULL.

DON'T KNOW
WHO...PULLED THE
TRIGGER...BUT...MAN
WHO ORDERED IT...
HEARD THEM TALK
ABOUT HIM...

...RUNS A...
CORPORATION...
CALLED KRONAS.



HIS NAME
IS...LUKIN.



SEE? WAS
THAT SO
HARD?



WHAT DO
YOU SAY,
GIRL?

I SAY WE
FIND THIS LUKIN
\$%&# AND SHOW HIM
A GOOD TIME...
OUR WAY.

NEXT--THE TWENTY-FIRST CENTURY BLITZ BEGINS!



CAPTAIN AMERICA 65TH ANNIVERSARY SPECIAL
"SECRETS OF IRON & FIRE"

APRIL, 1944--BEHIND
ENEMY LINES...



SECRETS OF IRON & FIRE

I STILL SAY
YOU WERE CHEATIN'!
NOBODY WINS THAT
MANY HANDS!

I JUST
HOPE YOU SHOOT
BETTER'N YOU PLAY
POKER!

WHAT?!

WRITER
ED BRUBAKER
ARTISTS
JAVIER PULIDO **MARCOS MARTIN**
CHAPTERS 1, 4 & 5 CHAPTERS 2, 3 & 6
EPILOGUE ART BY
MIKE PERKINS & FRANK D'ARMATA
COLORIST LETTERER
JAVIER **DAVE**
RODRIGUEZ **LANPHEAR**

ASSISTANT EDITORS -
SCHMIDT, LAZER & SITTERSON
EDITOR - **TOM BREVOORT**
EDITOR IN CHIEF - **JOE QUESADA**
PUBLISHER - **DAN BUCKLEY**

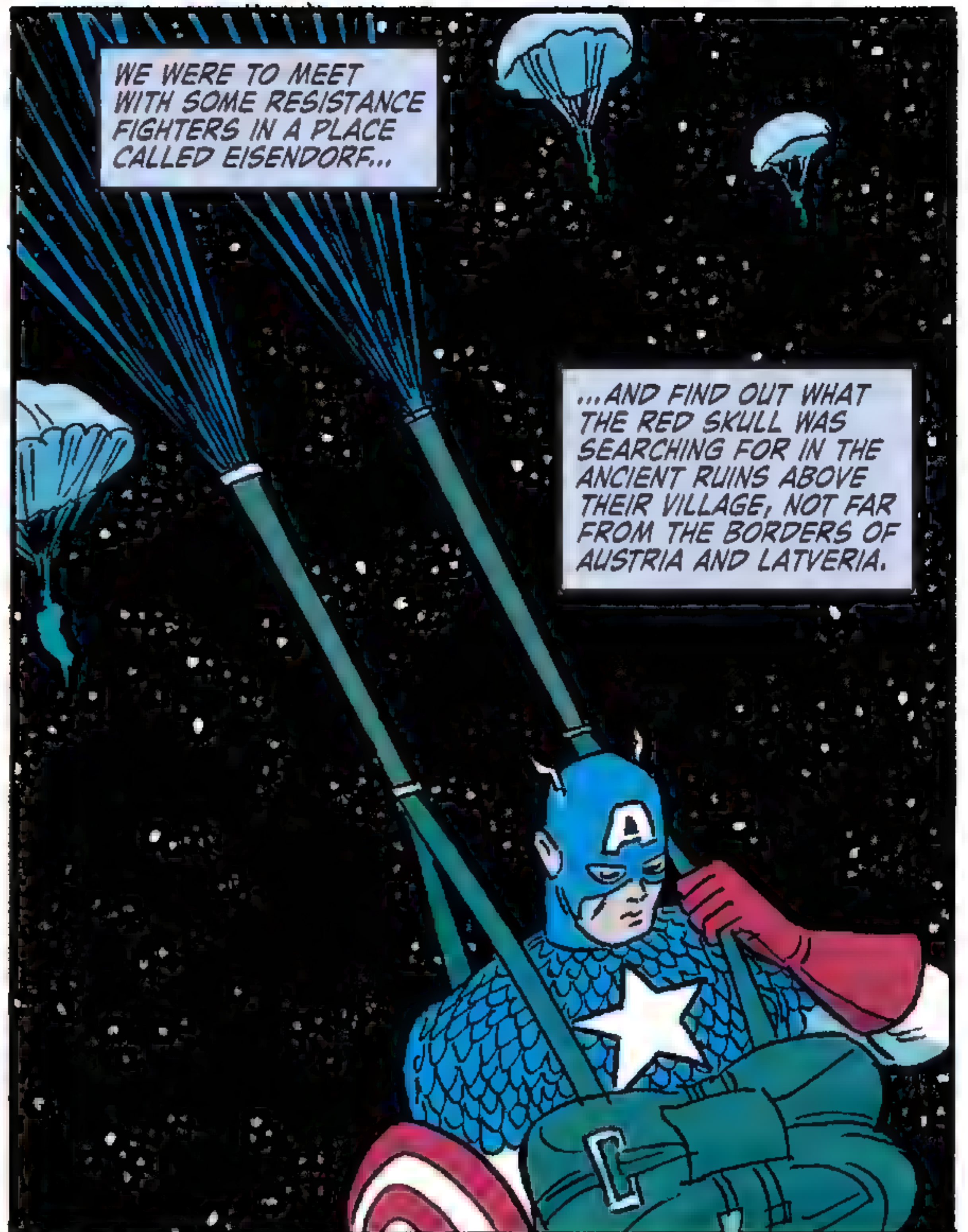
CAPTAIN AMERICA

CREATED BY
JACK KIRBY & JOE SIMON



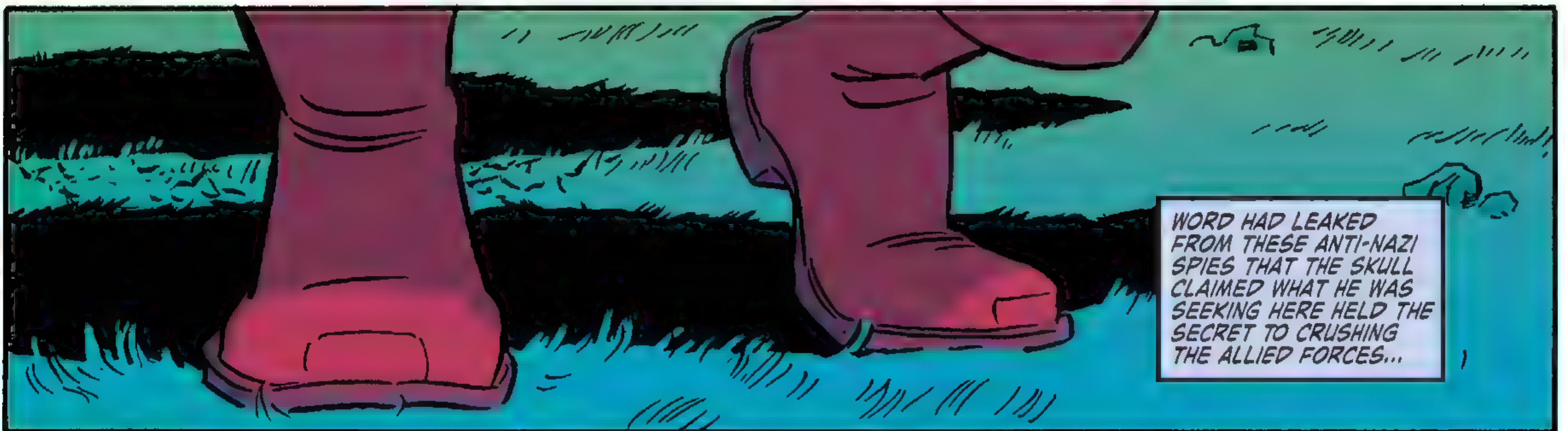
THIS WASN'T OUR FIRST MISSION WITH FURY AND HIS HOWLERS, AND WHILE NORMALLY WE'D HAVE BEEN WITH THE REST OF THE INVADERS...

... THIS TIME, WE NEEDED SOMETHING A LITTLE LESS CONSPICUOUS.

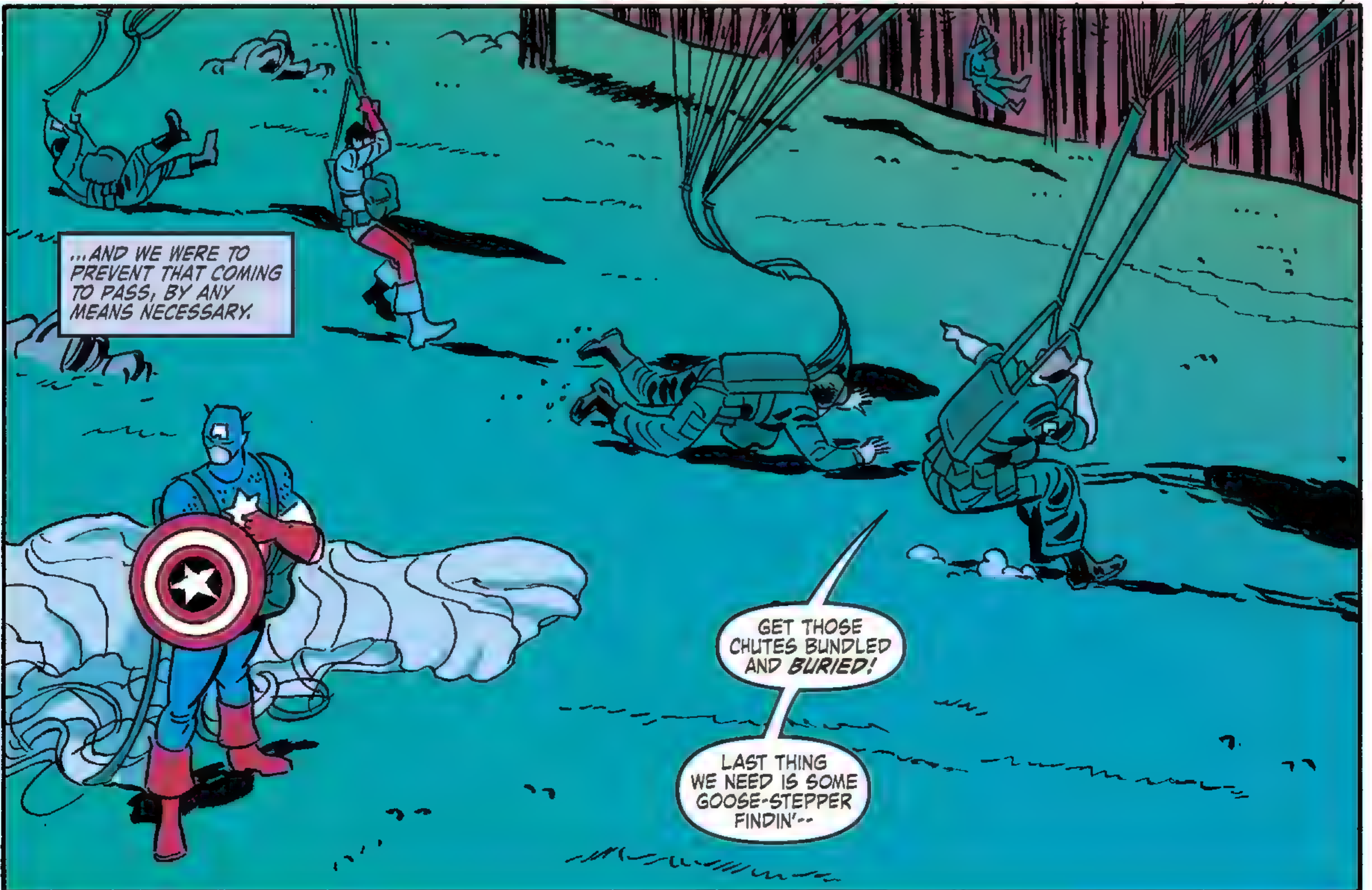


WE WERE TO MEET WITH SOME RESISTANCE FIGHTERS IN A PLACE CALLED EISENDORF...

...AND FIND OUT WHAT THE RED SKULL WAS SEARCHING FOR IN THE ANCIENT RUINS ABOVE THEIR VILLAGE, NOT FAR FROM THE BORDERS OF AUSTRIA AND LATVERIA.



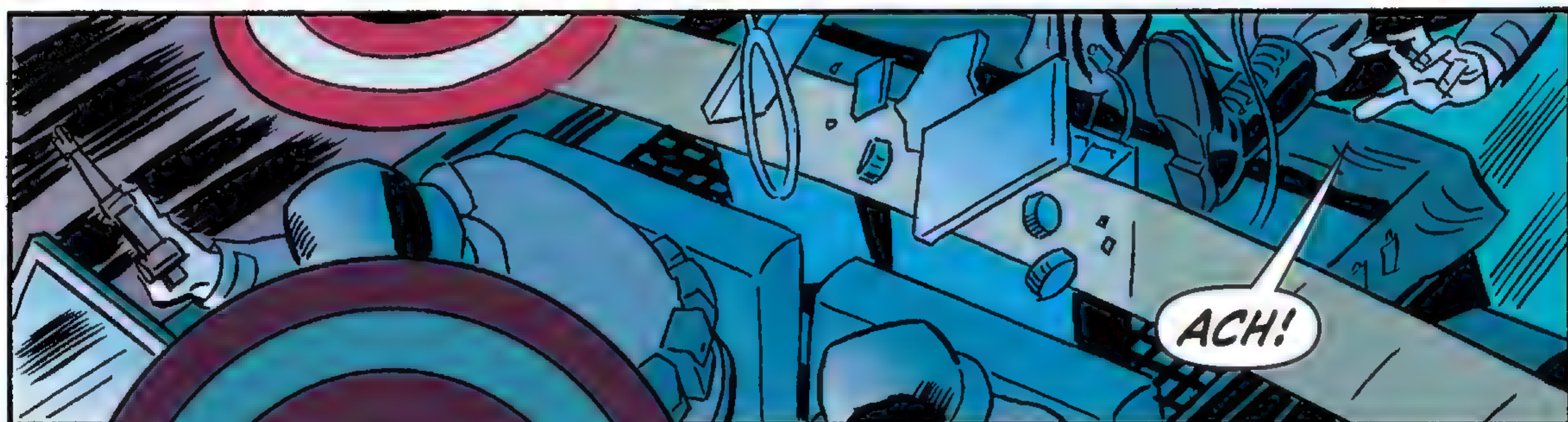
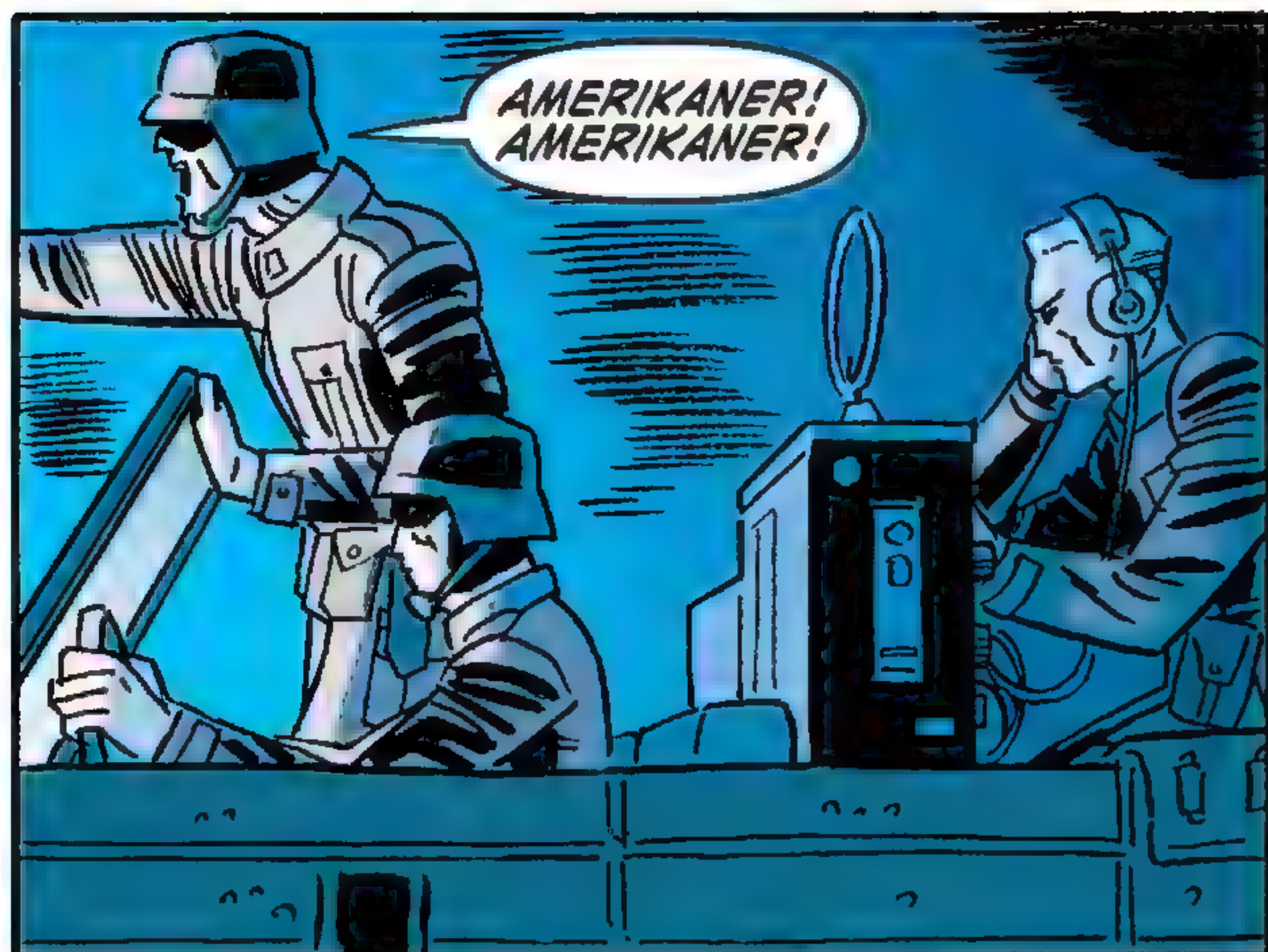
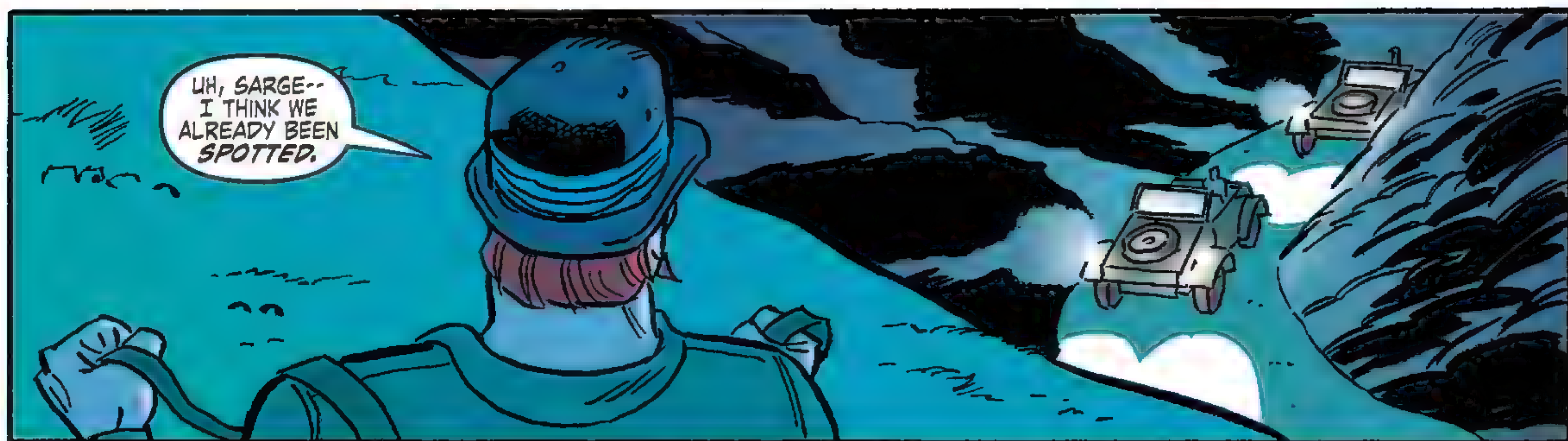
WORD HAD LEAKED FROM THESE ANTI-NAZI SPIES THAT THE SKULL CLAIMED WHAT HE WAS SEEKING HERE HELD THE SECRET TO CRUSHING THE ALLIED FORCES...

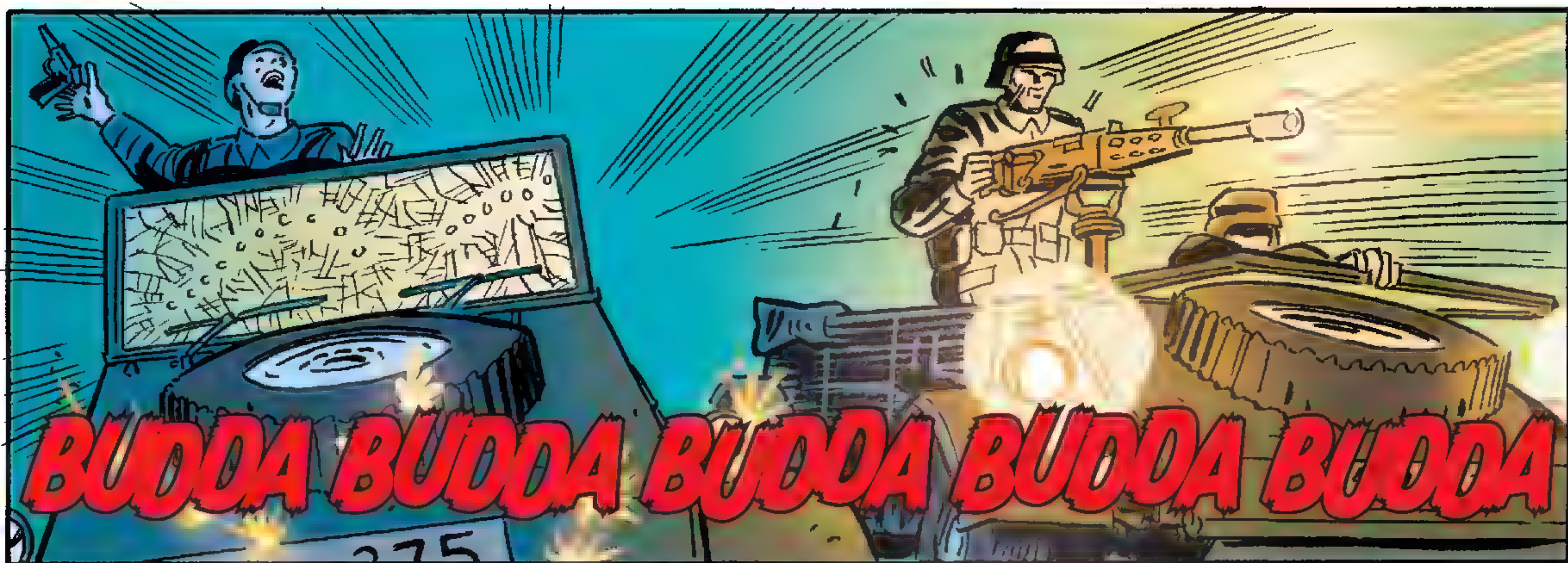


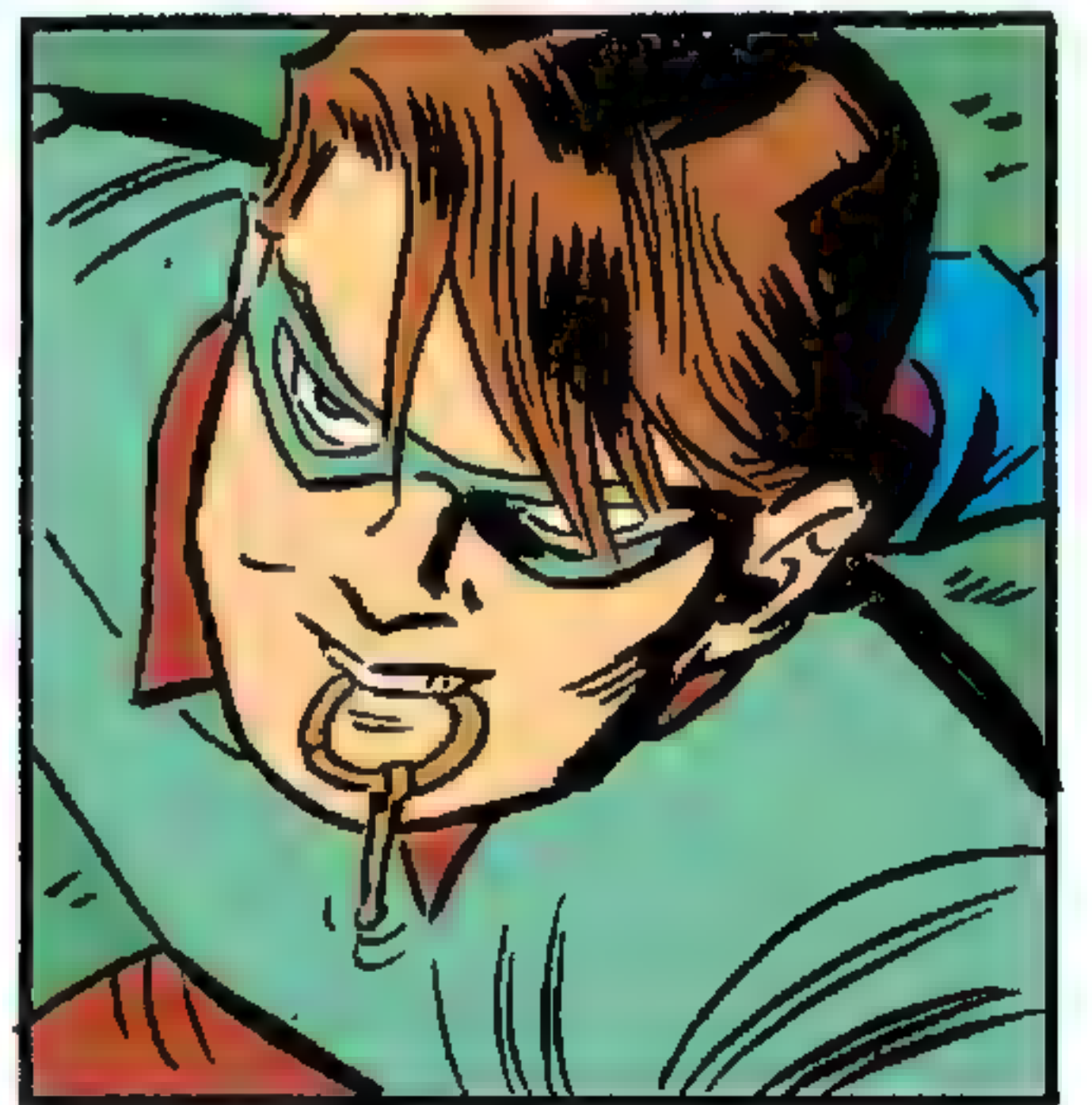
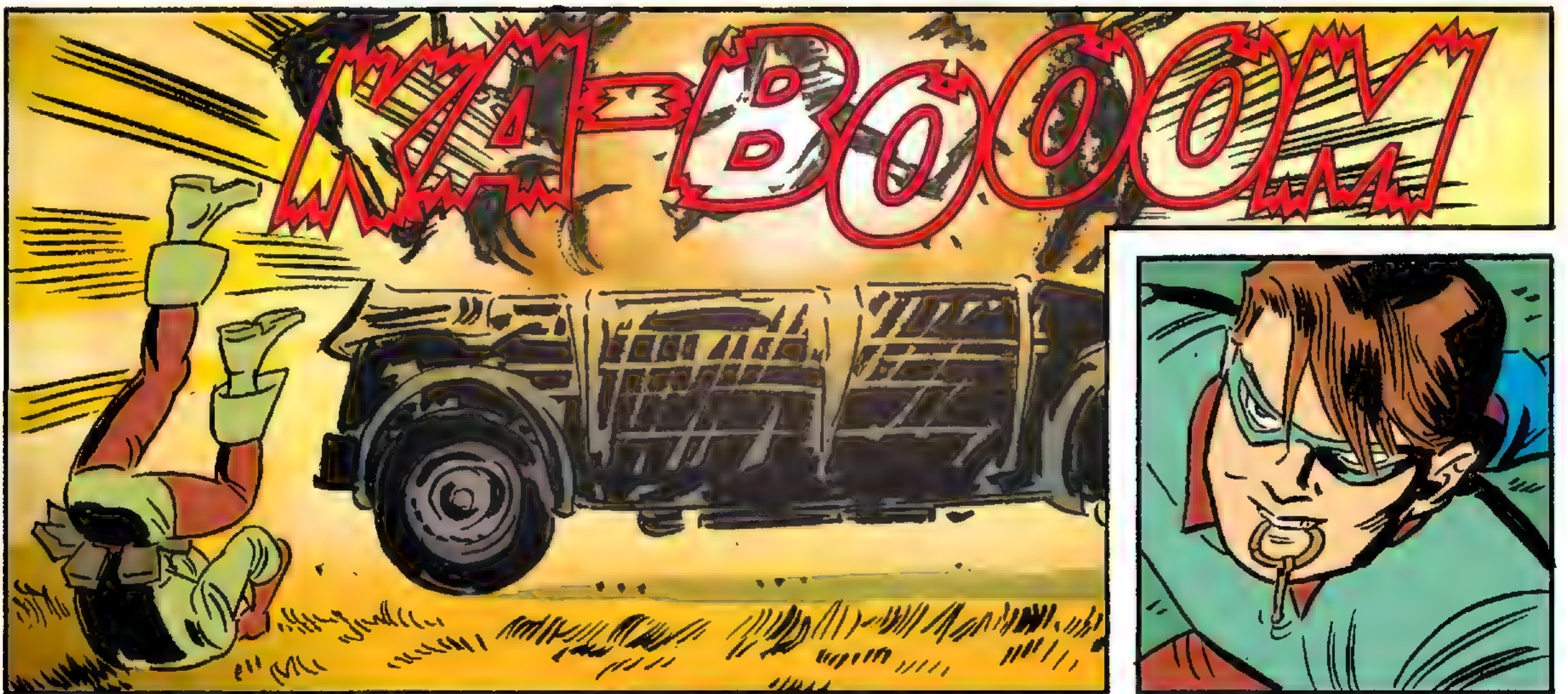
...AND WE WERE TO PREVENT THAT COMING TO PASS, BY ANY MEANS NECESSARY.

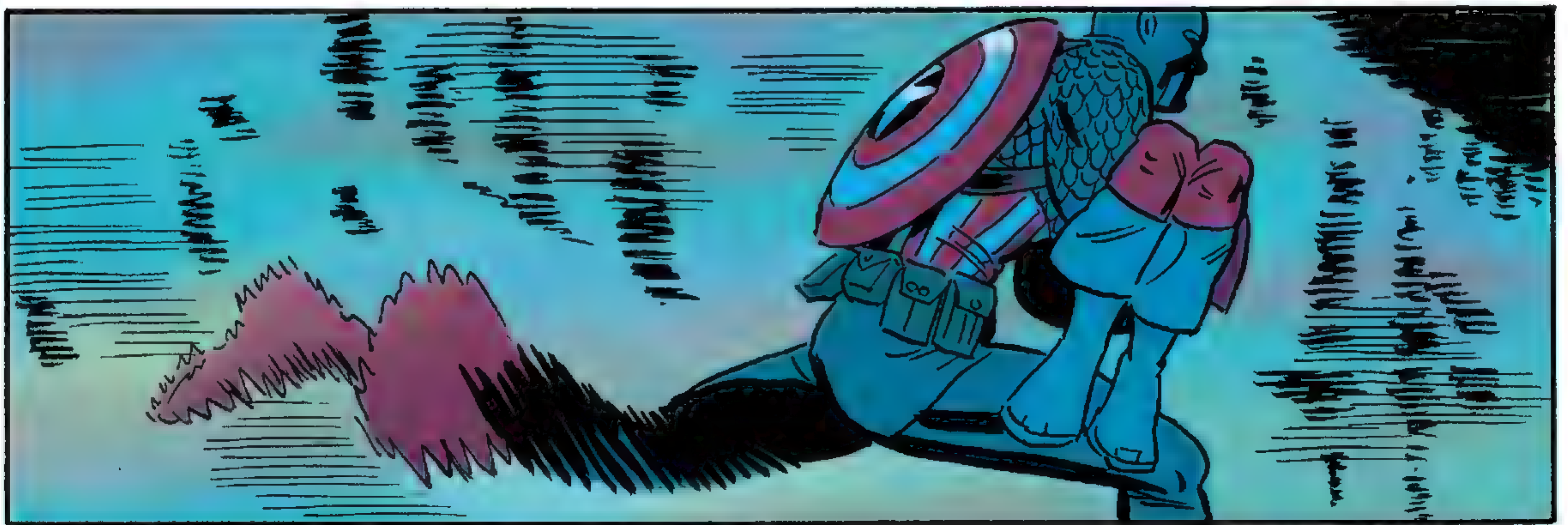
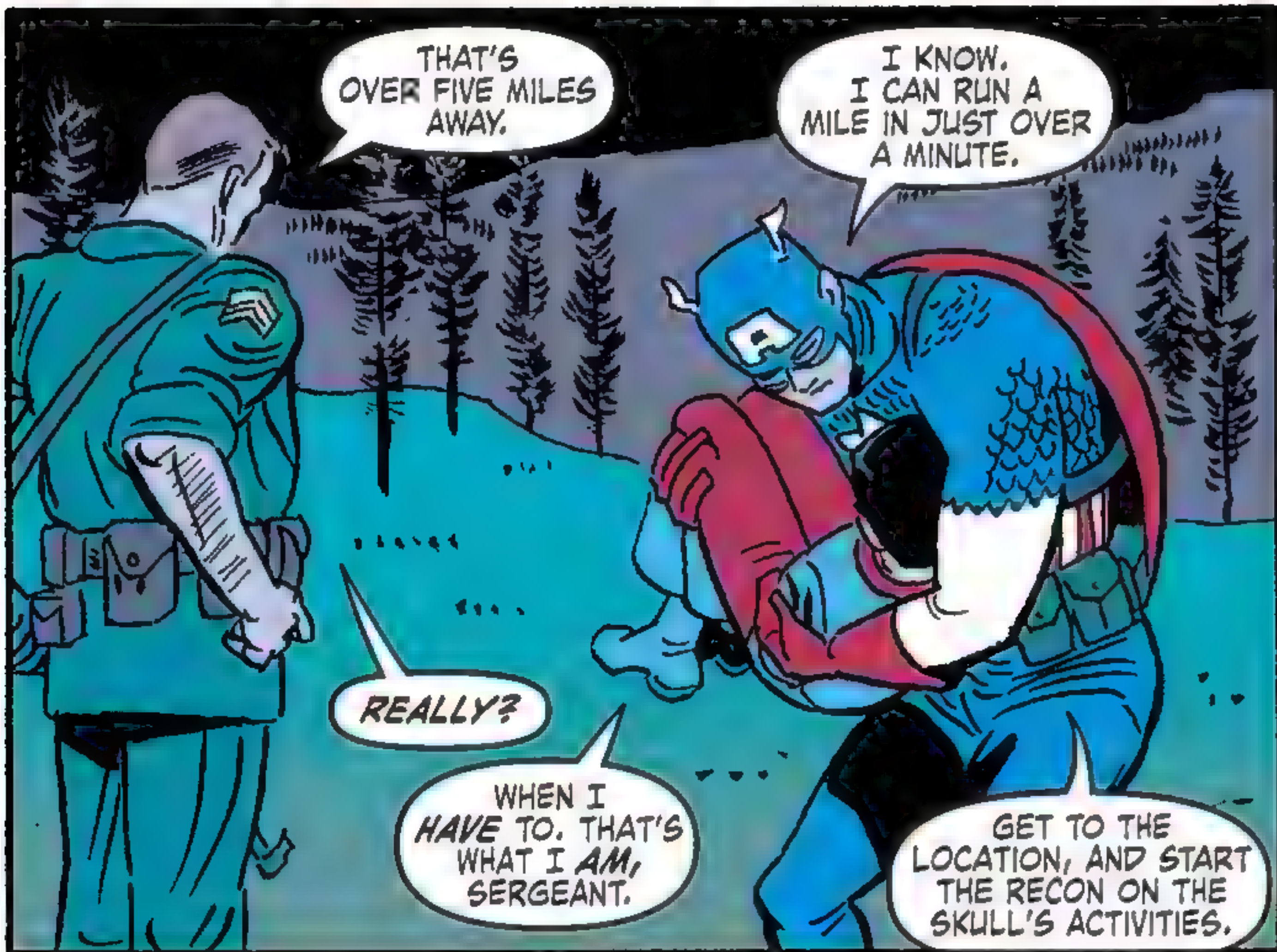
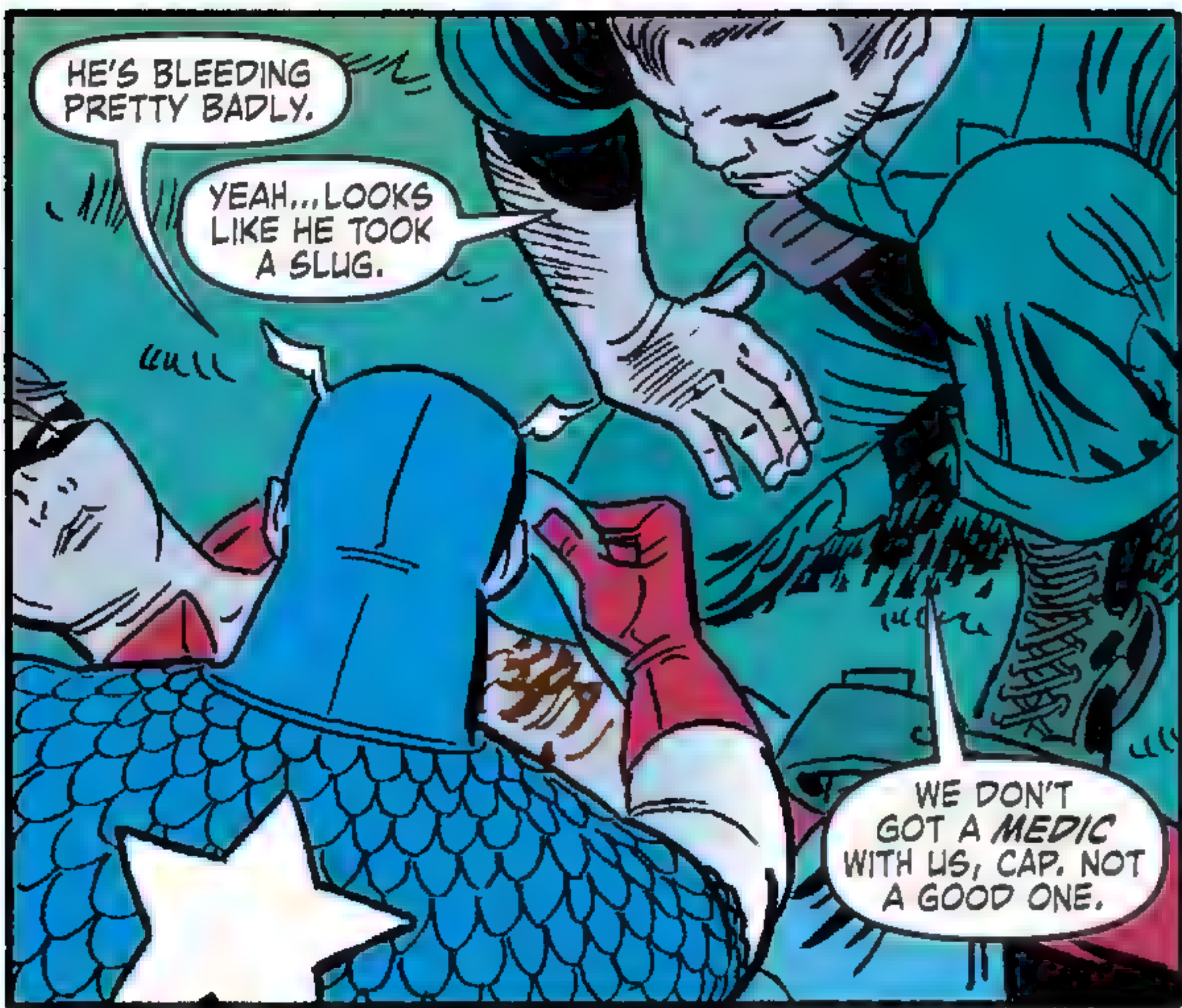
GET THOSE CHUTES BUNDLED AND BURIED!

LAST THING WE NEED IS SOME GOOSE-STEPPER FINDIN'--

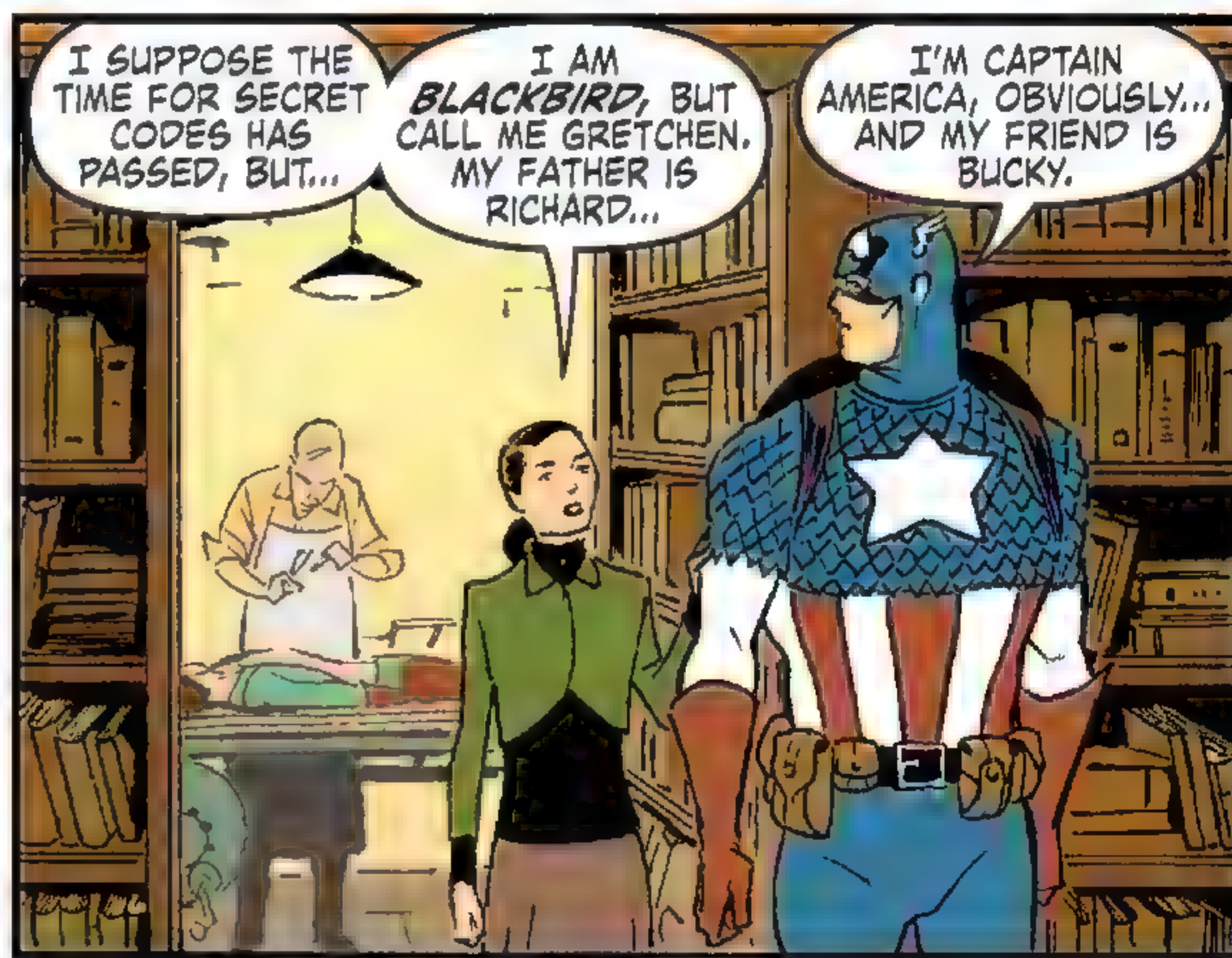


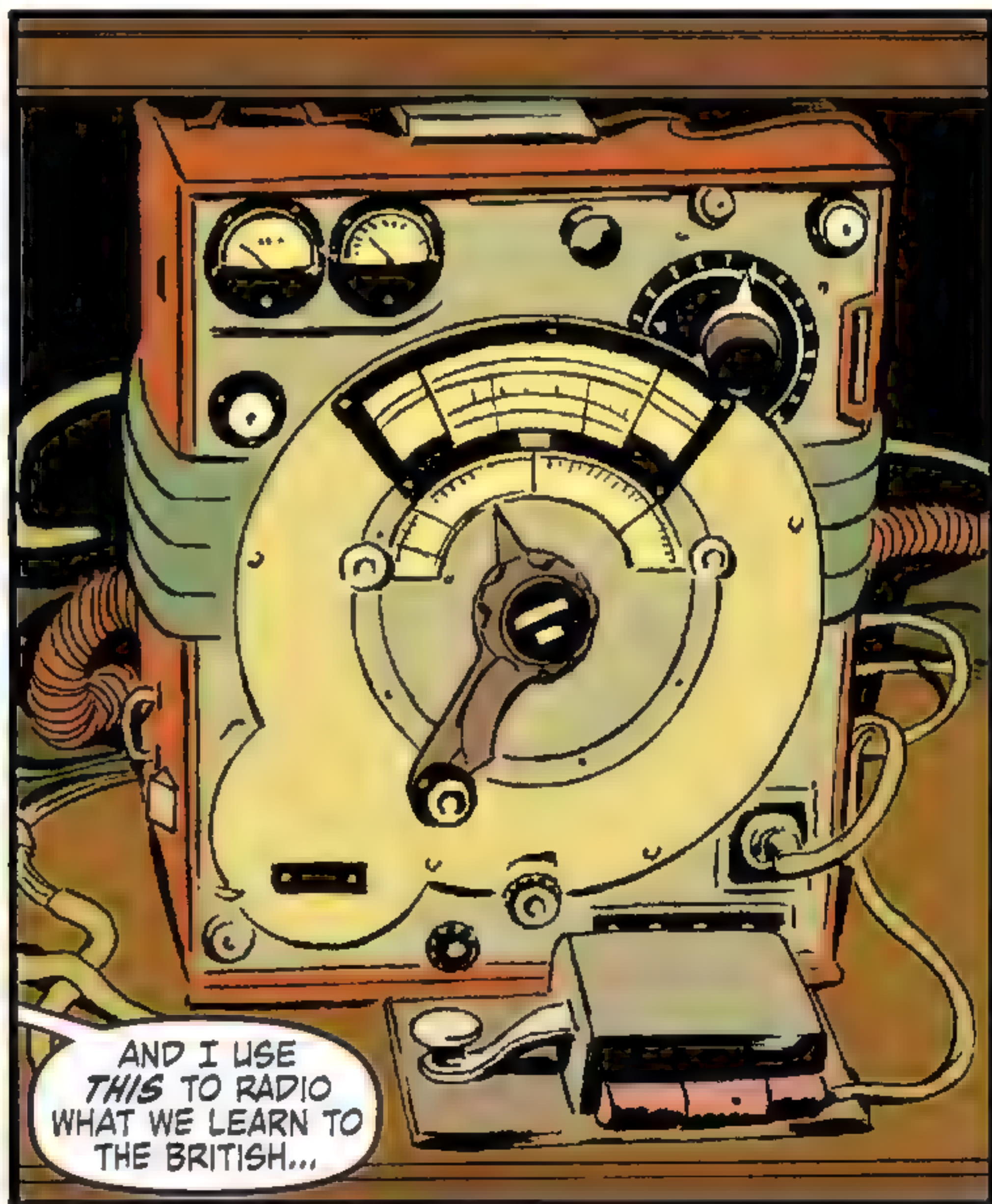


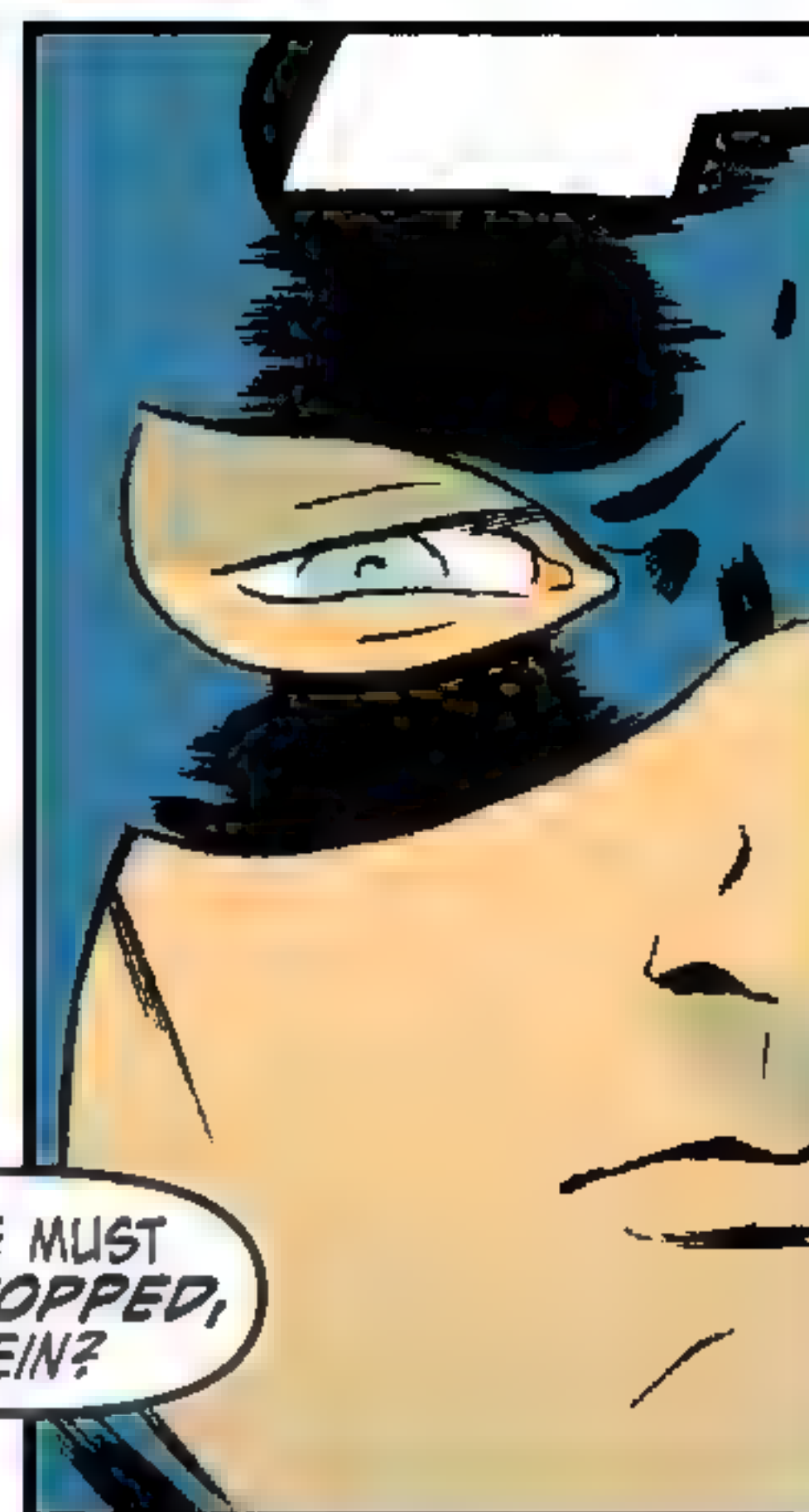














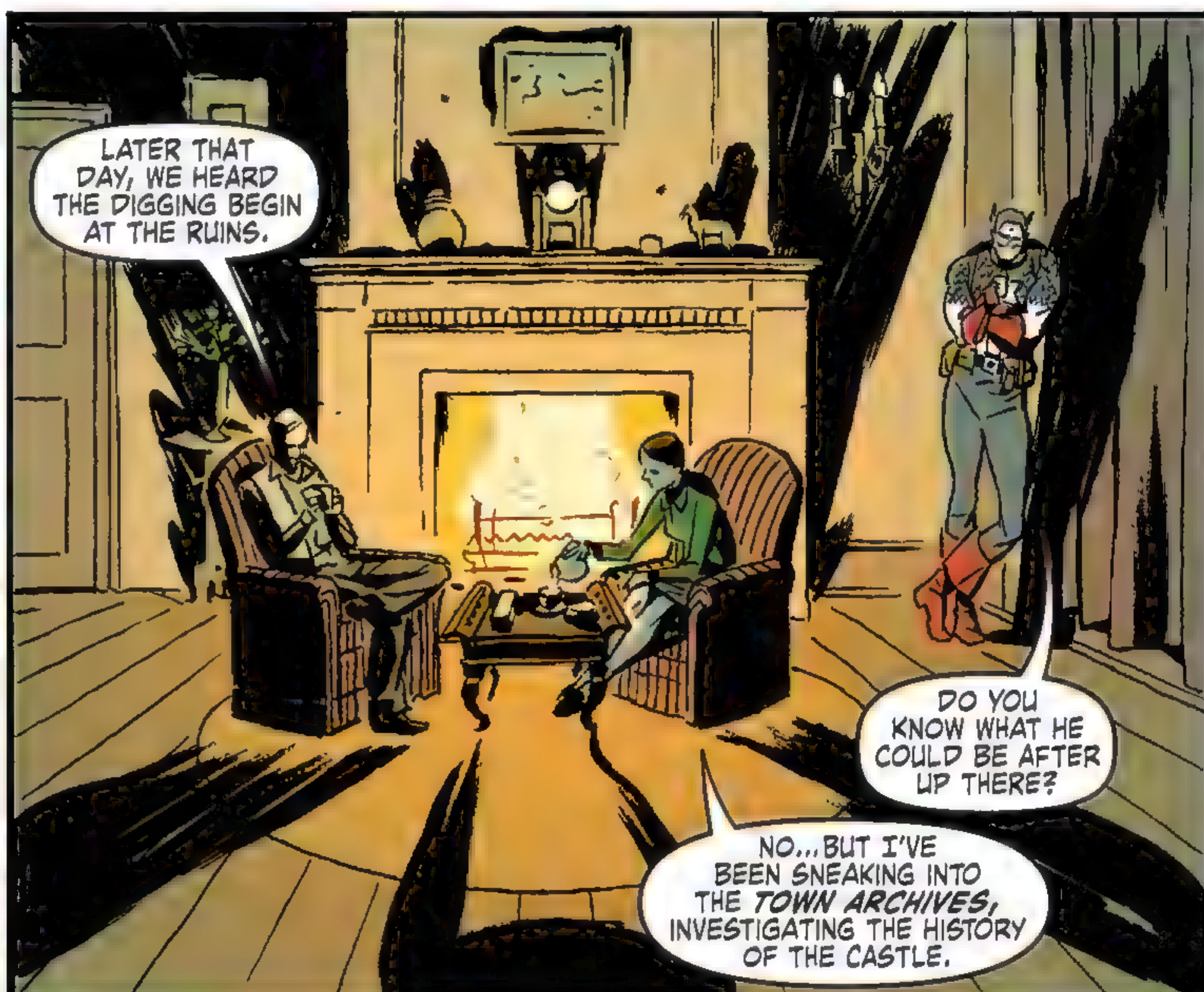
"THE RED SKULL
AND HIS MEN
ARRIVED TWO WEEKS
PAST, WITH A TRAIN
FULL OF LABORERS.

"THEY MARCHED THROUGH TOWN,
HEADING FOR THE PATHS INTO
THE MOUNTAINS, WHERE THE
RUINS OF CASTLE EISEN LIE.



"AND WALKING ALONGSIDE THE
RED SKULL WAS A MAN I KNEW...

"HERMANN DEXX, WHO HAD BEEN
RAISED HERE IN EISENDORF, BUT
LEFT TWENTY YEARS AGO TO
STUDY *SCIENCE* IN HAMBURG."



LATER THAT
DAY, WE HEARD
THE DIGGING BEGIN
AT THE RUINS.

DO YOU
KNOW WHAT HE
COULD BE AFTER
UP THERE?

NO...BUT I'VE
BEEN SNEAKING INTO
THE *TOWN ARCHIVES*,
INVESTIGATING THE HISTORY
OF THE CASTLE.



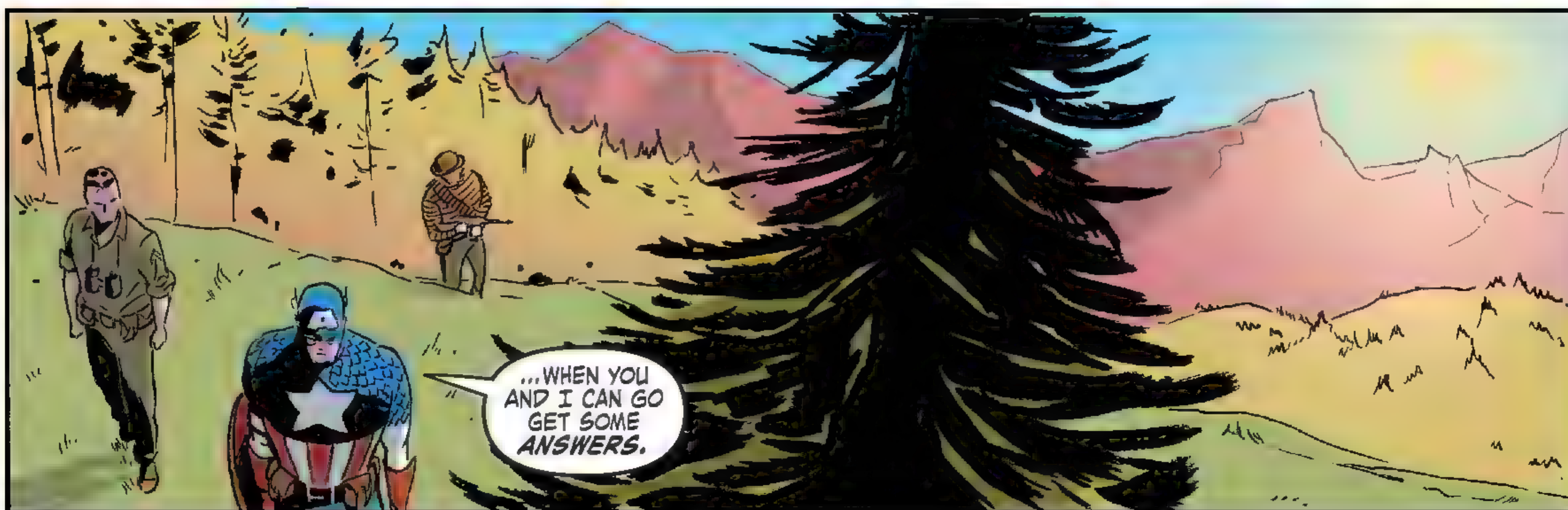
HERMANN DEXX
MUST KNOW, AND HE'S
APPARENTLY HERE
UNDER DURESS.

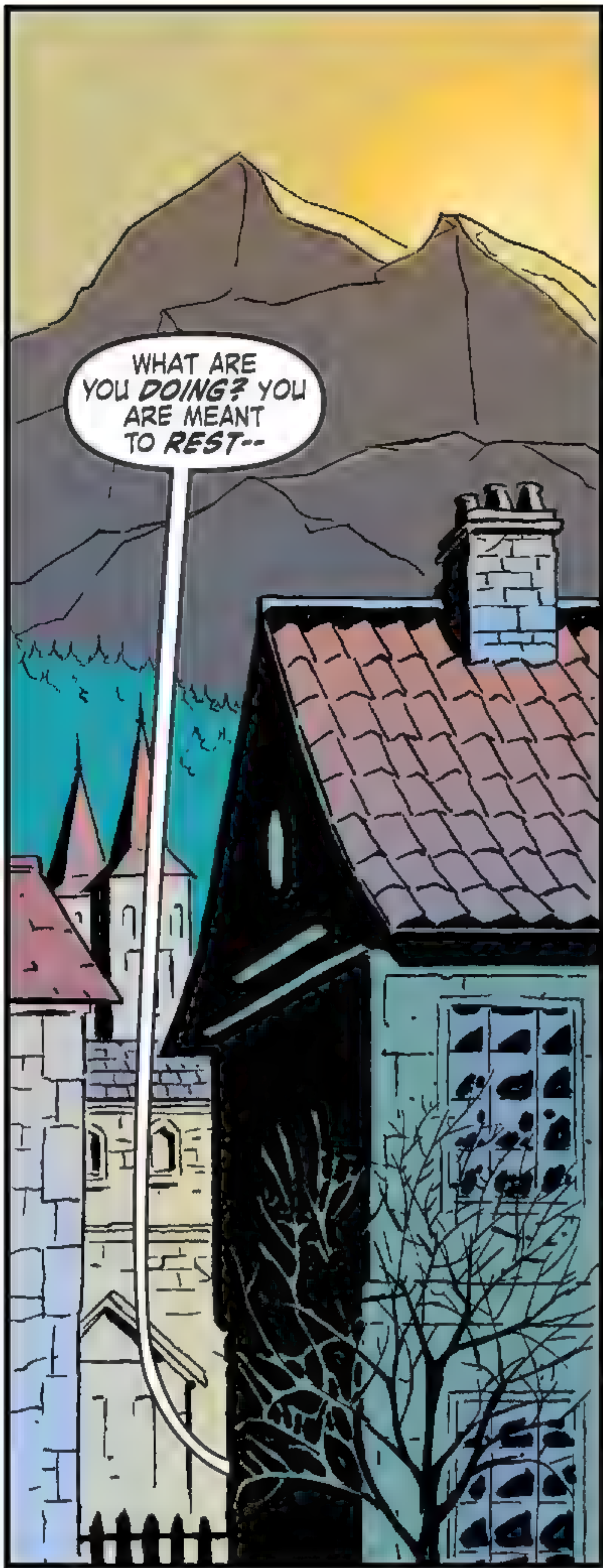
HE'S KEPT
UNDER GUARD
IN THE BASEMENT
OF THE TOWN HALL
AT NIGHT...

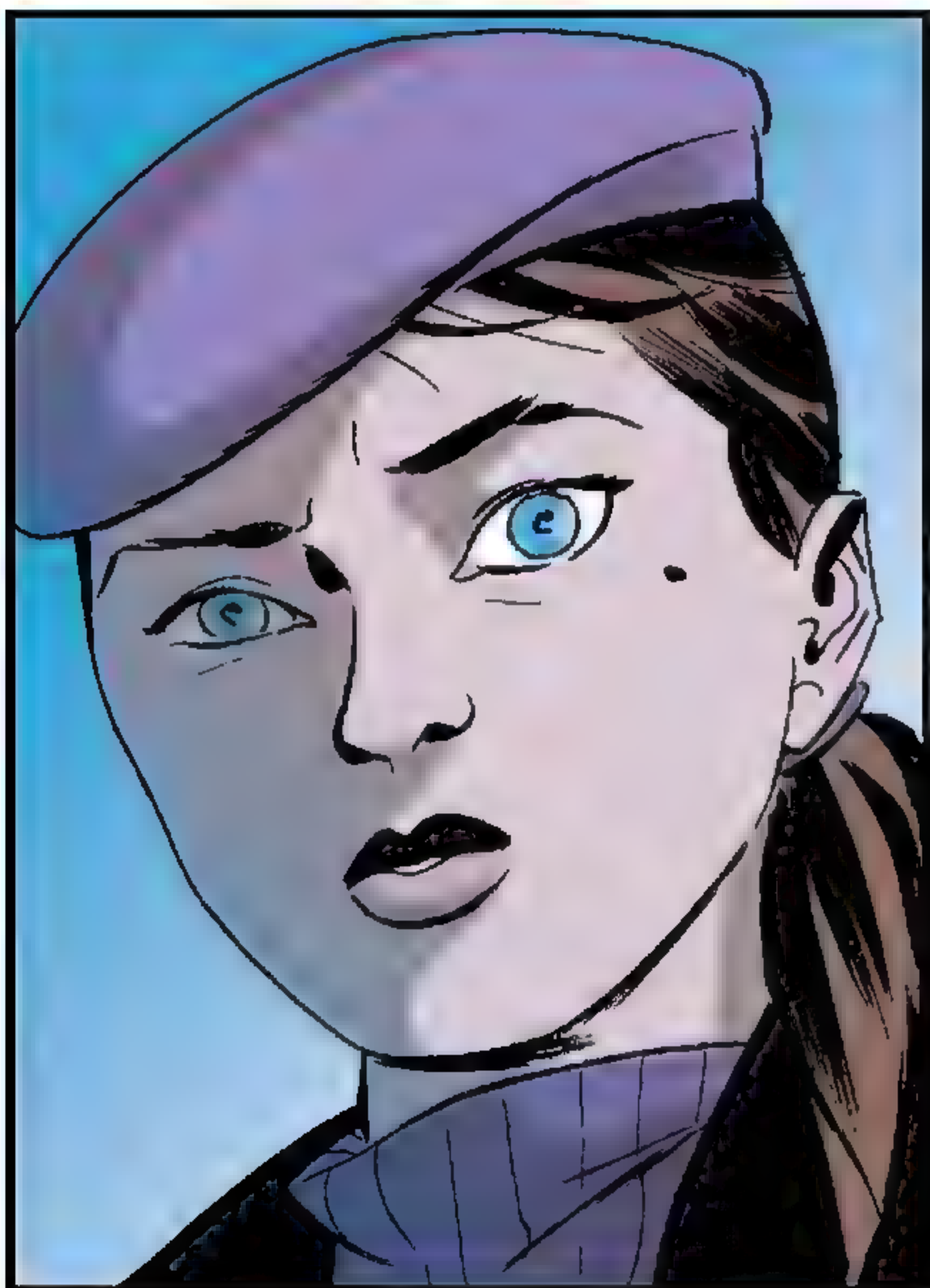


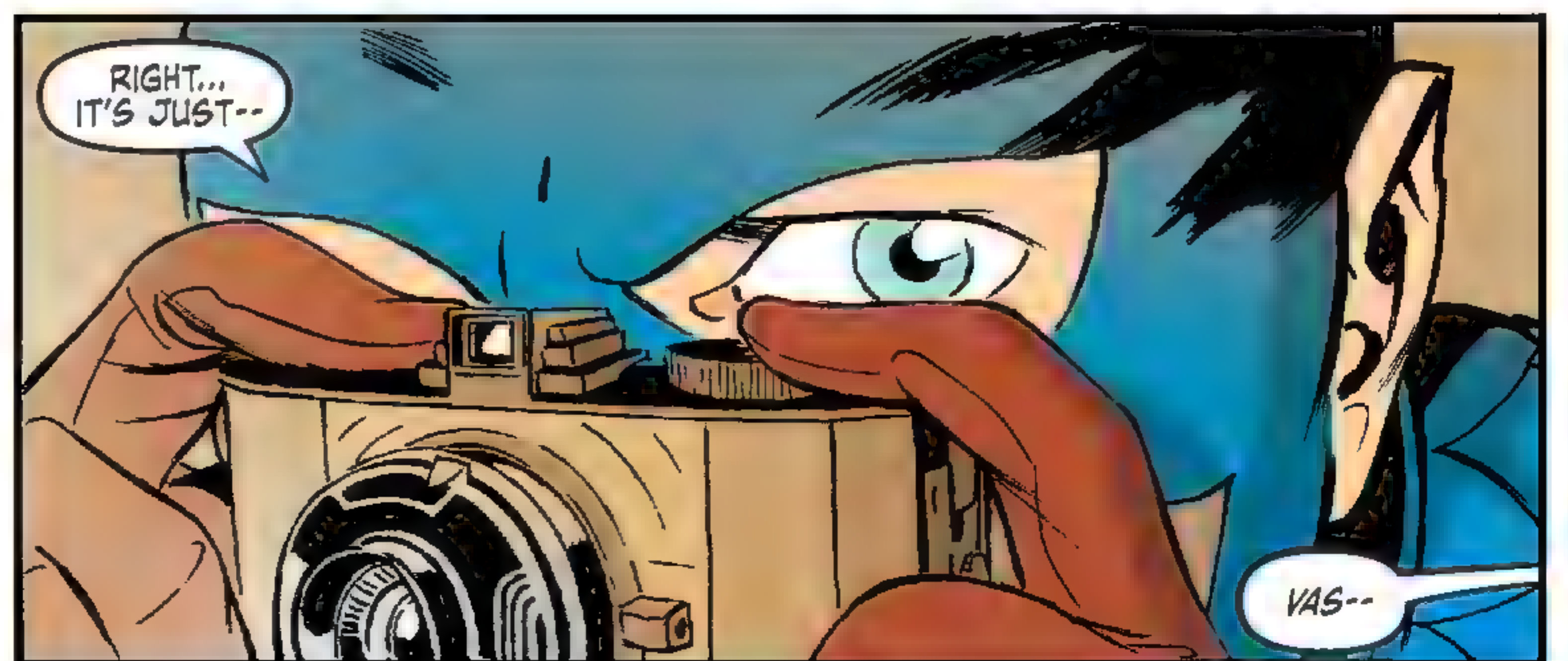
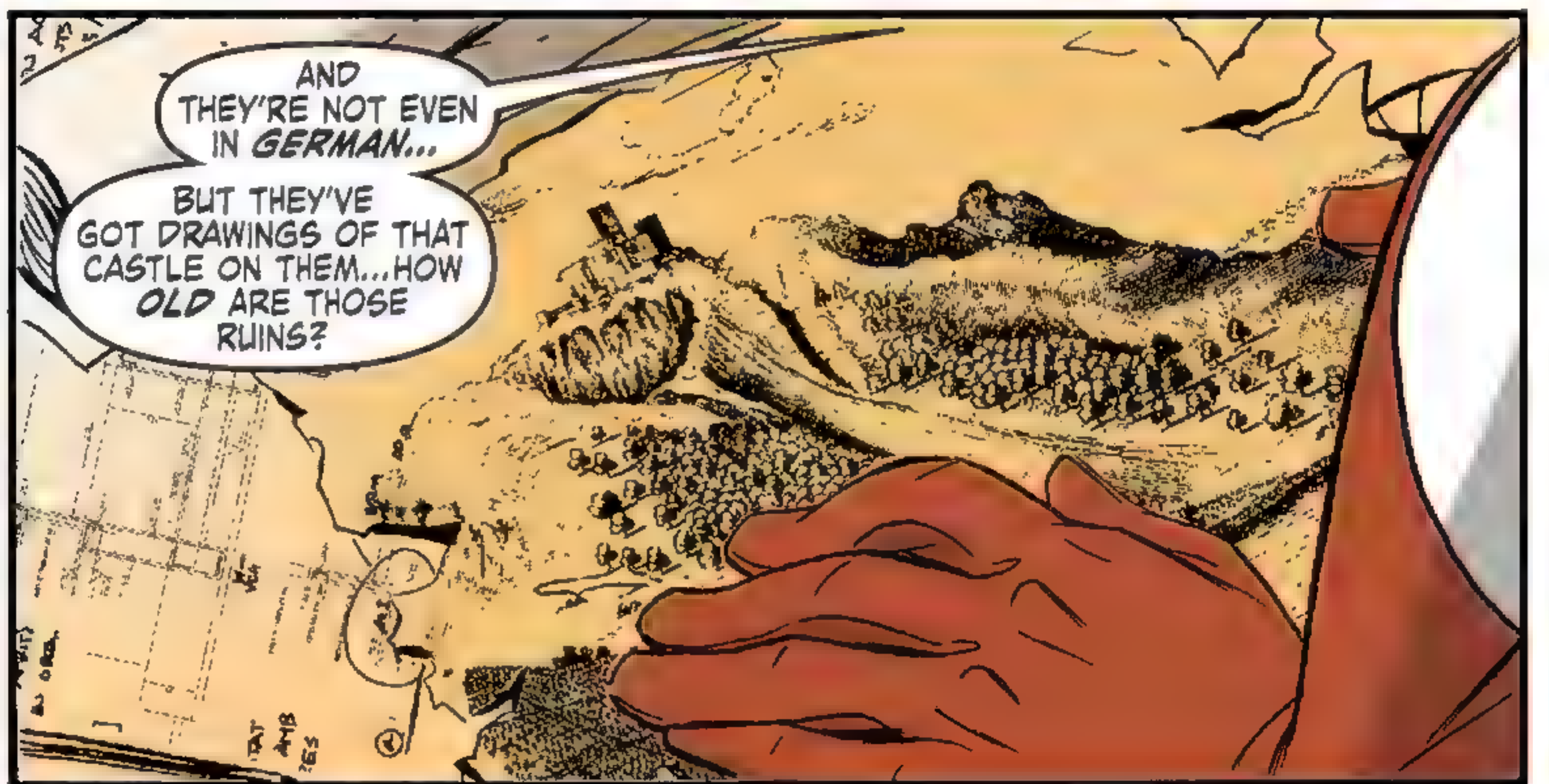
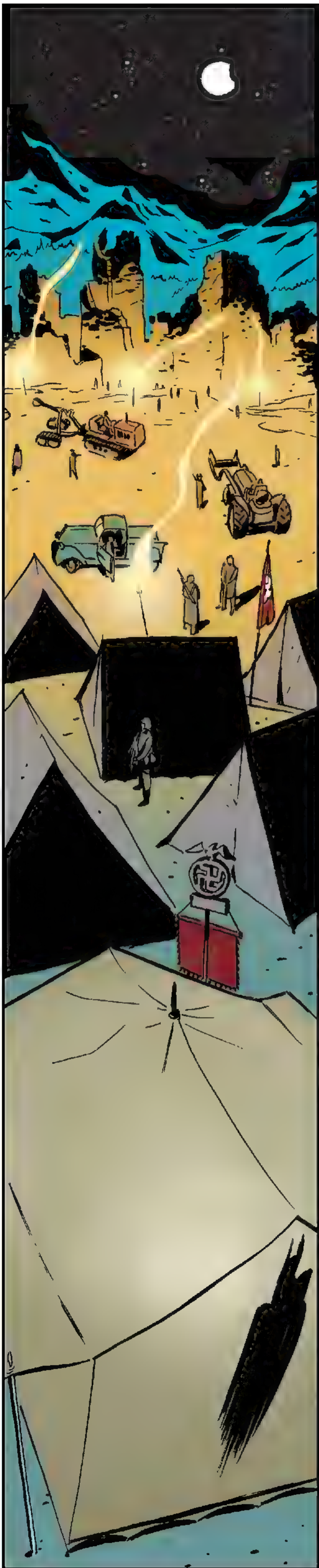
ALL RIGHT...
WE'LL HAVE TO
GET TO HIM...
EVENTUALLY...













PART 4:

HISTORY LESSON

DANG, IT'S
DUSTY DOWN HERE...
I SNEEZE ONE MORE
TIME AND I'LL RIP OPEN
MY STITCHES.

YOU SNEEZE ONE
MORE TIME, AND I WILL
SHOOT YOU.

THERE ARE
NAZIS PATROLLING,
AND WE *DON'T* WANT
THEM TO FIND
US HERE...



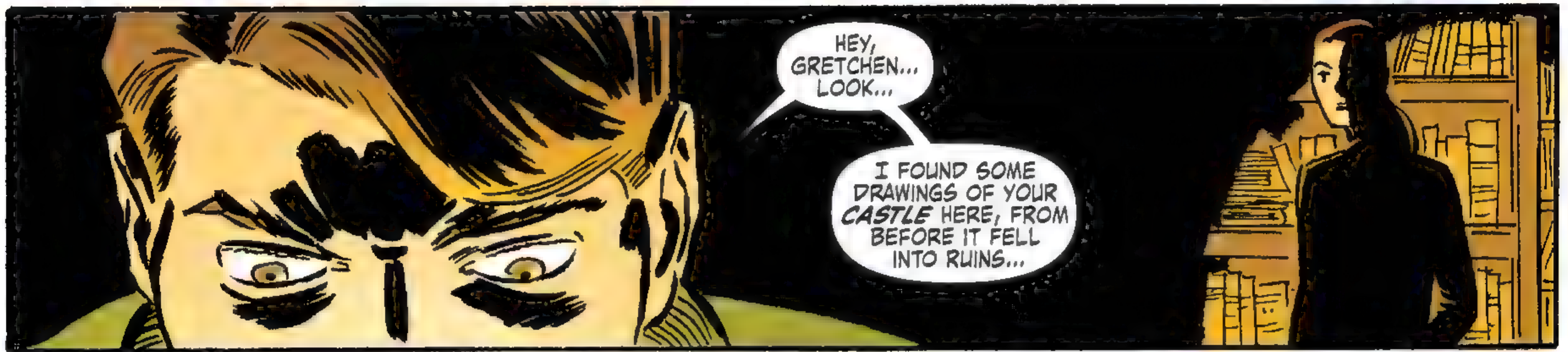
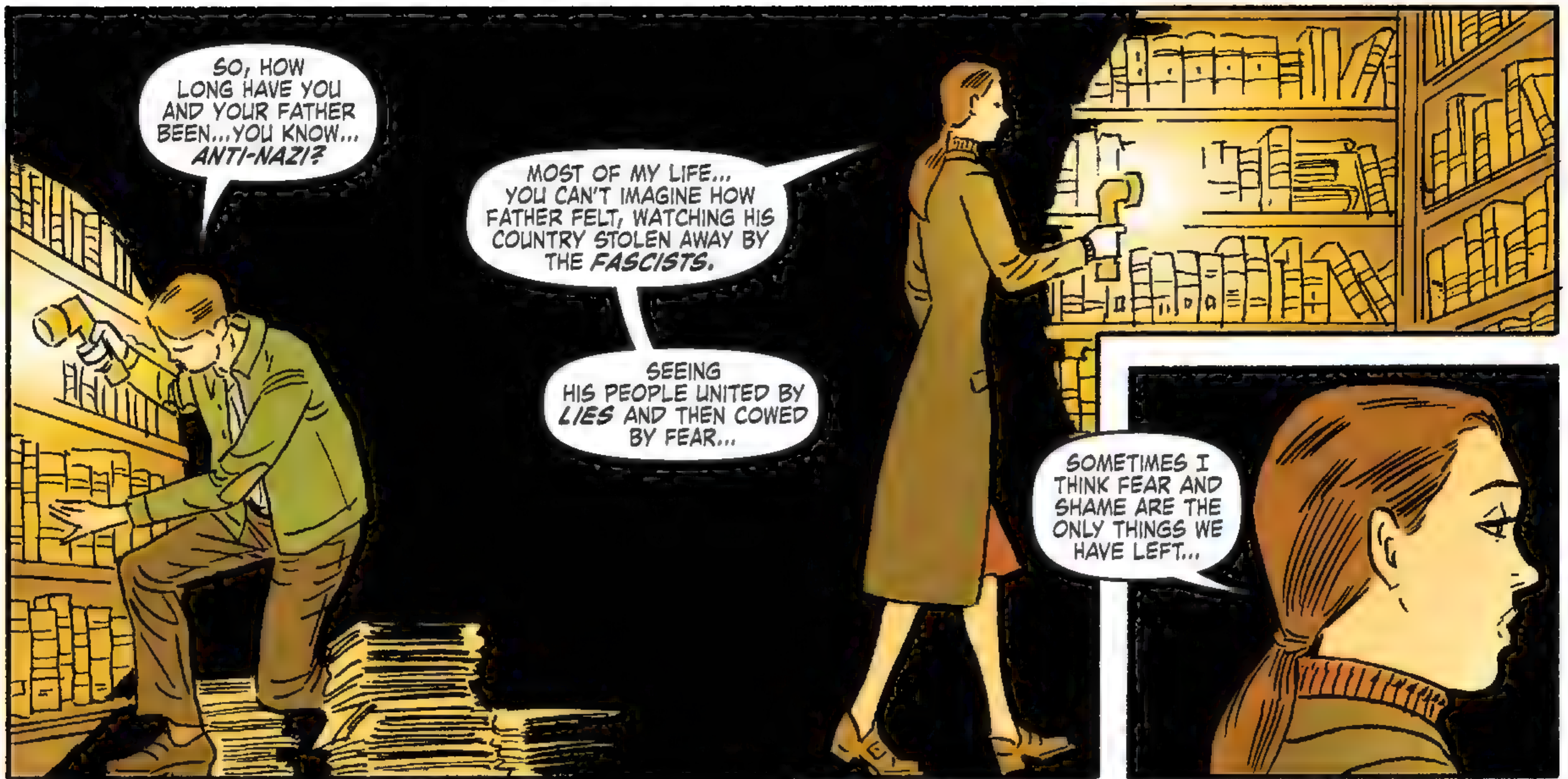
GOOD POINT.
STILL, BEST IF YOU
DON'T SHOOT ME.

I *AM*
TRYING TO HELP,
AFTER ALL.

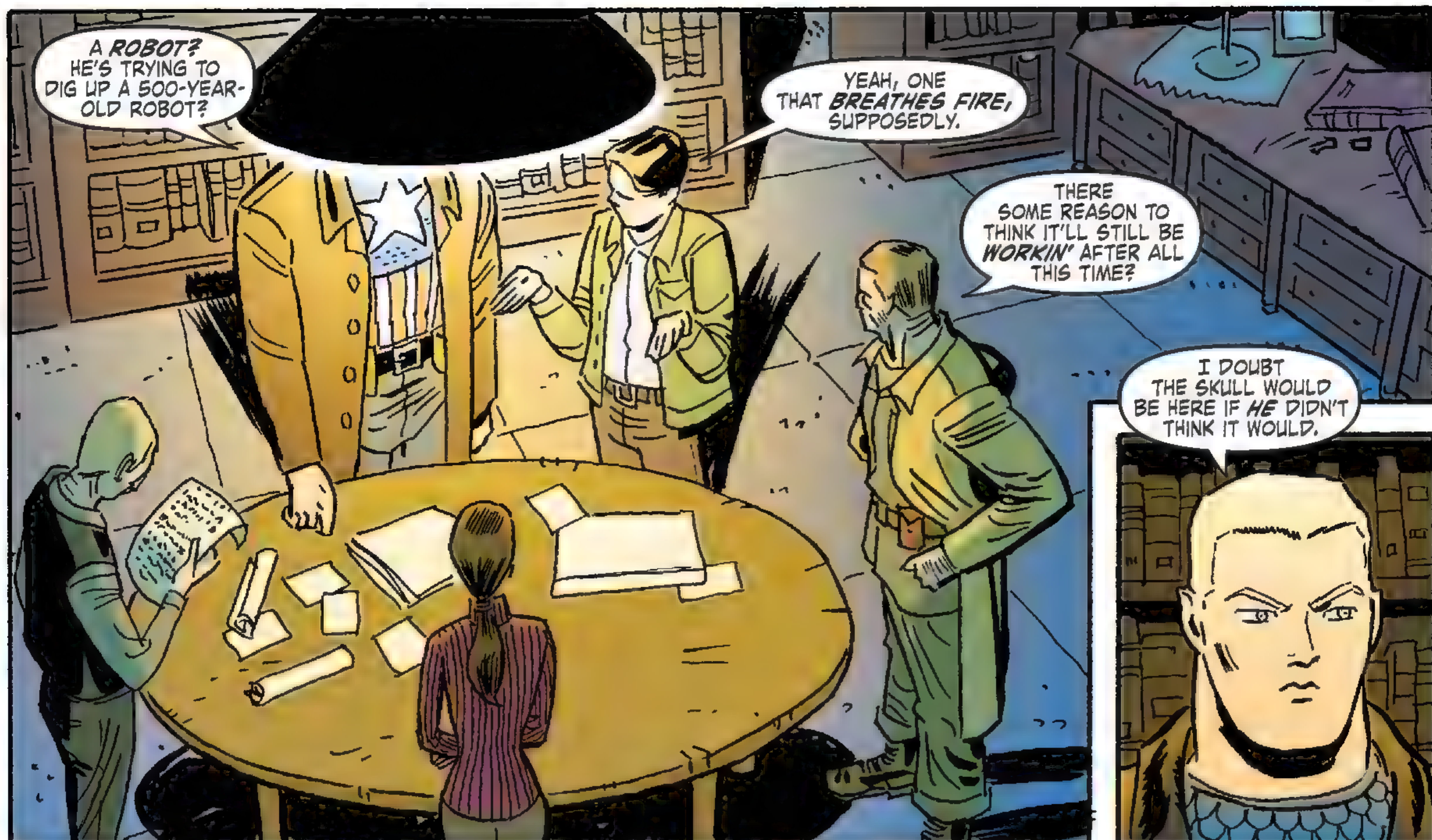


THE GUNSHOT
WOULD BRING
THEM FASTER THAN
YOUR SNEEZE, IN
ANY CASE.











BECAUSE WE WERE SO BADLY OUTNUMBERED, THE PLAN WAS SIMPLE.



WAIT UNTIL THE MIDDLE OF THE NIGHT, A HALF HOUR BEFORE THE CHANGING OF THE GUARD...



...WHEN THE ENEMY WOULD BE AT ITS LOWEST EBB. AND THEN--



PART 5:

A TWO-PRONGED ATTACK

DON'T JUST STAND THERE, HOWLERS!

LET'S SHOW THESE GOOSE-STEPPERS HOW IT'S DONE!

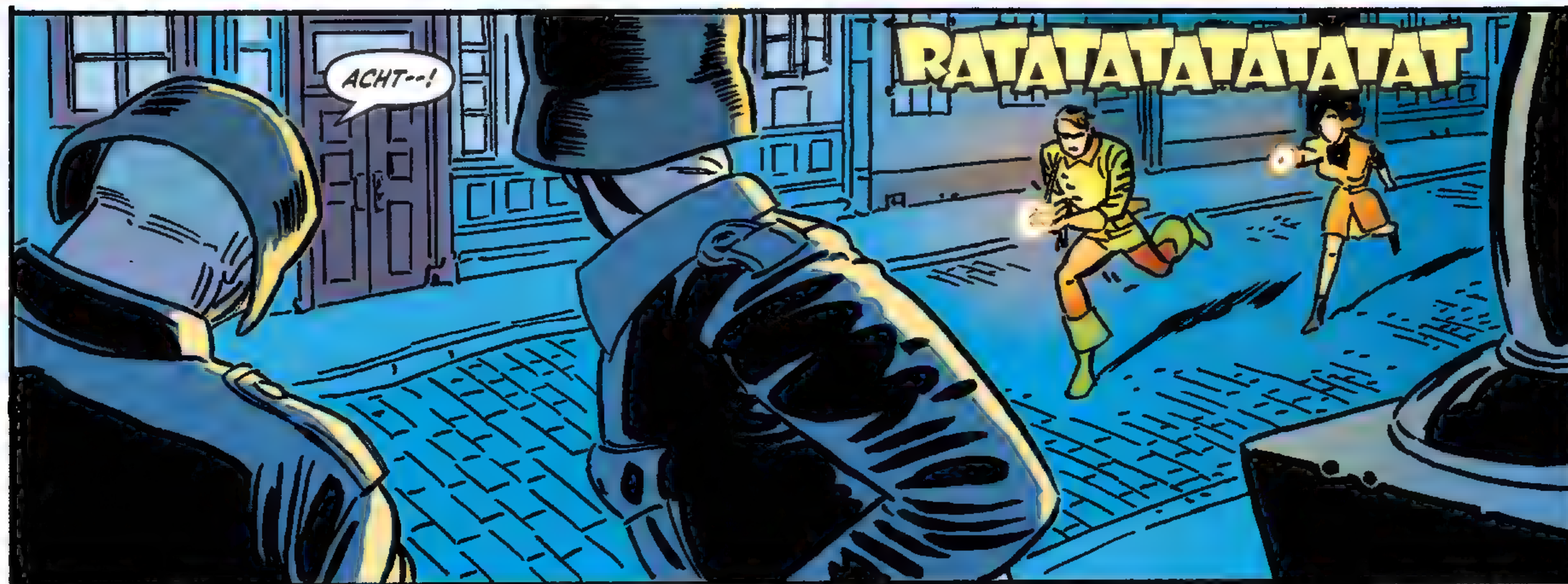
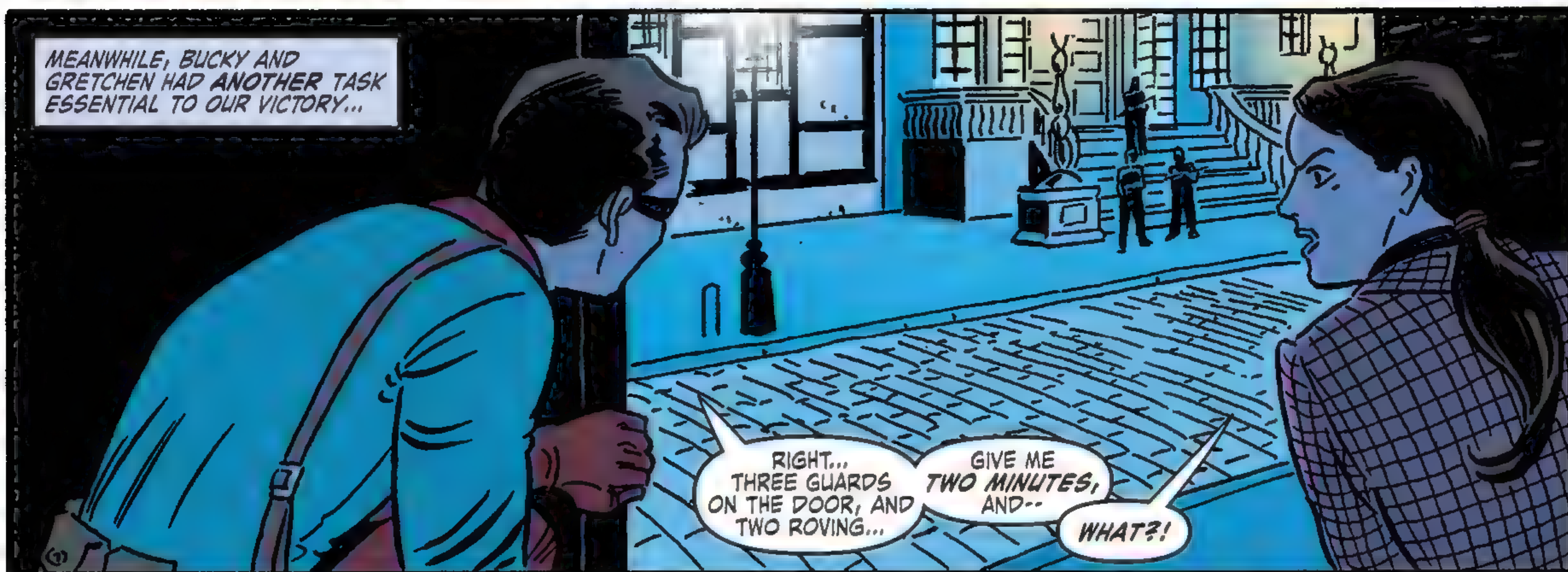
BLAM
BLAM
BLAM

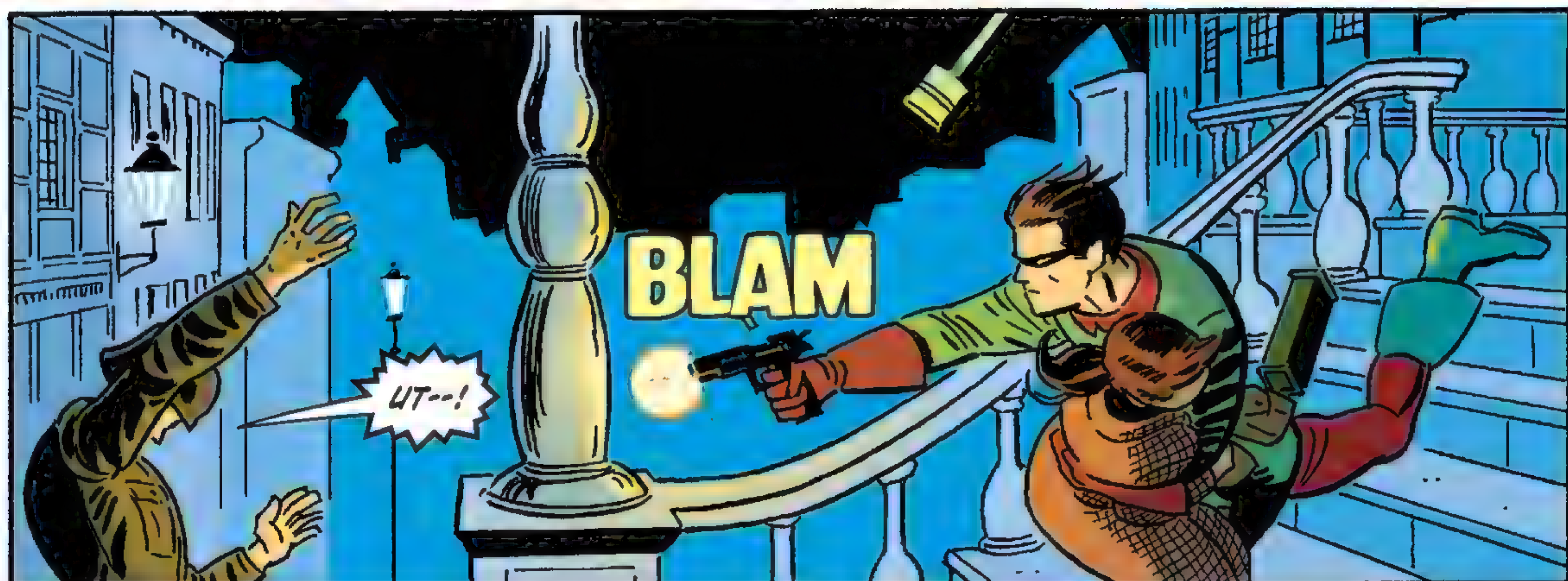
WAH-HOO!

RATATATATATAT

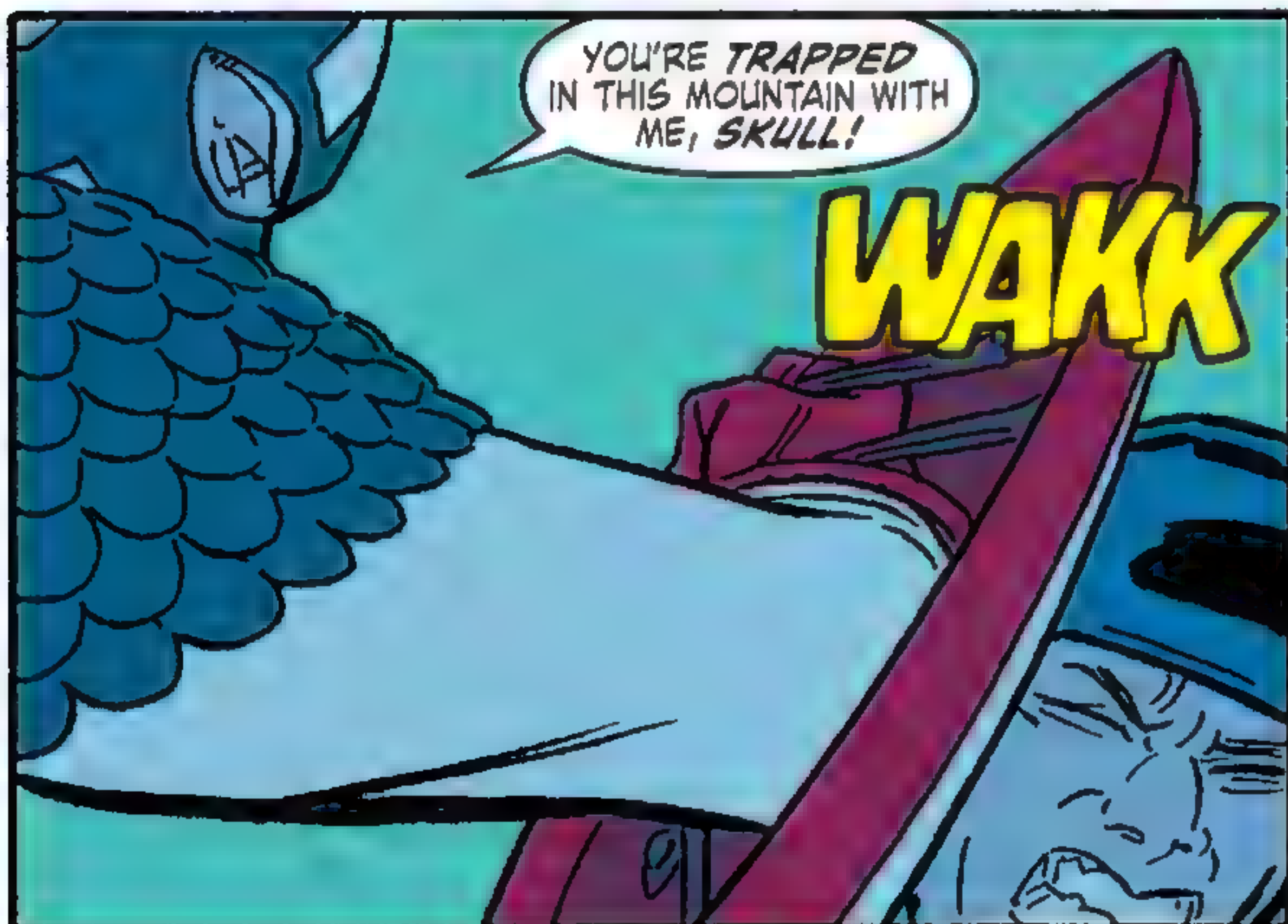
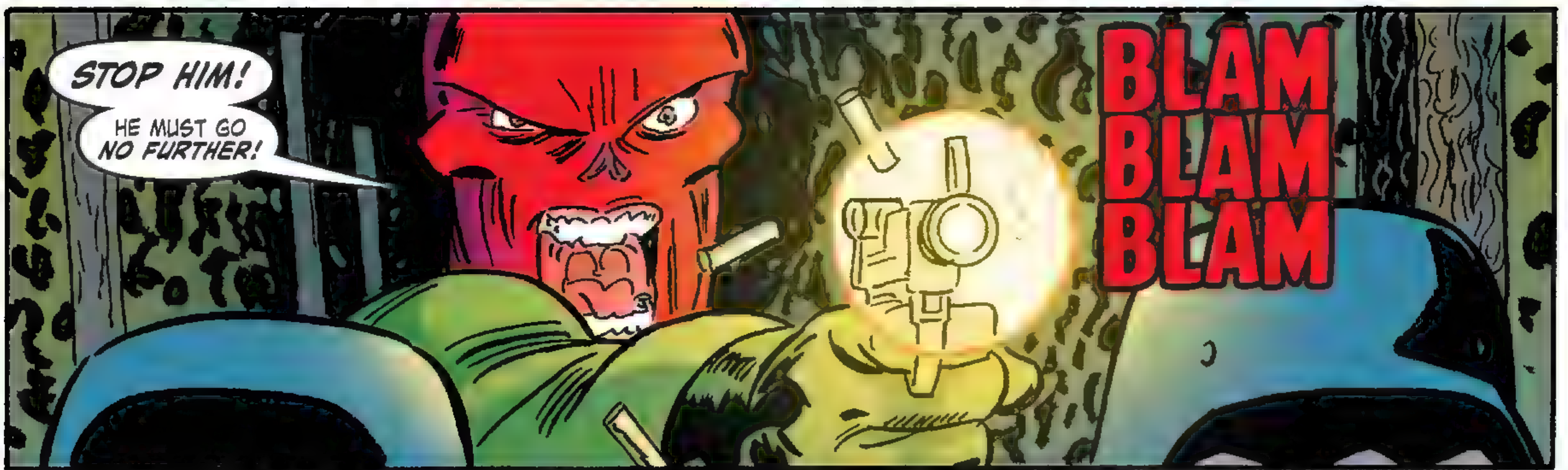
AMERIKANERS!
NEIN!













AND HE TOLD
US ABOUT THE ROBOT.
HE SAYS IT'S THE
REAL DEAL...

HE'S BUILT
SOME OF THIS BARON'S
OTHER INVENTIONS FROM
DIAGRAMS AND THEY
ALL WORKED.



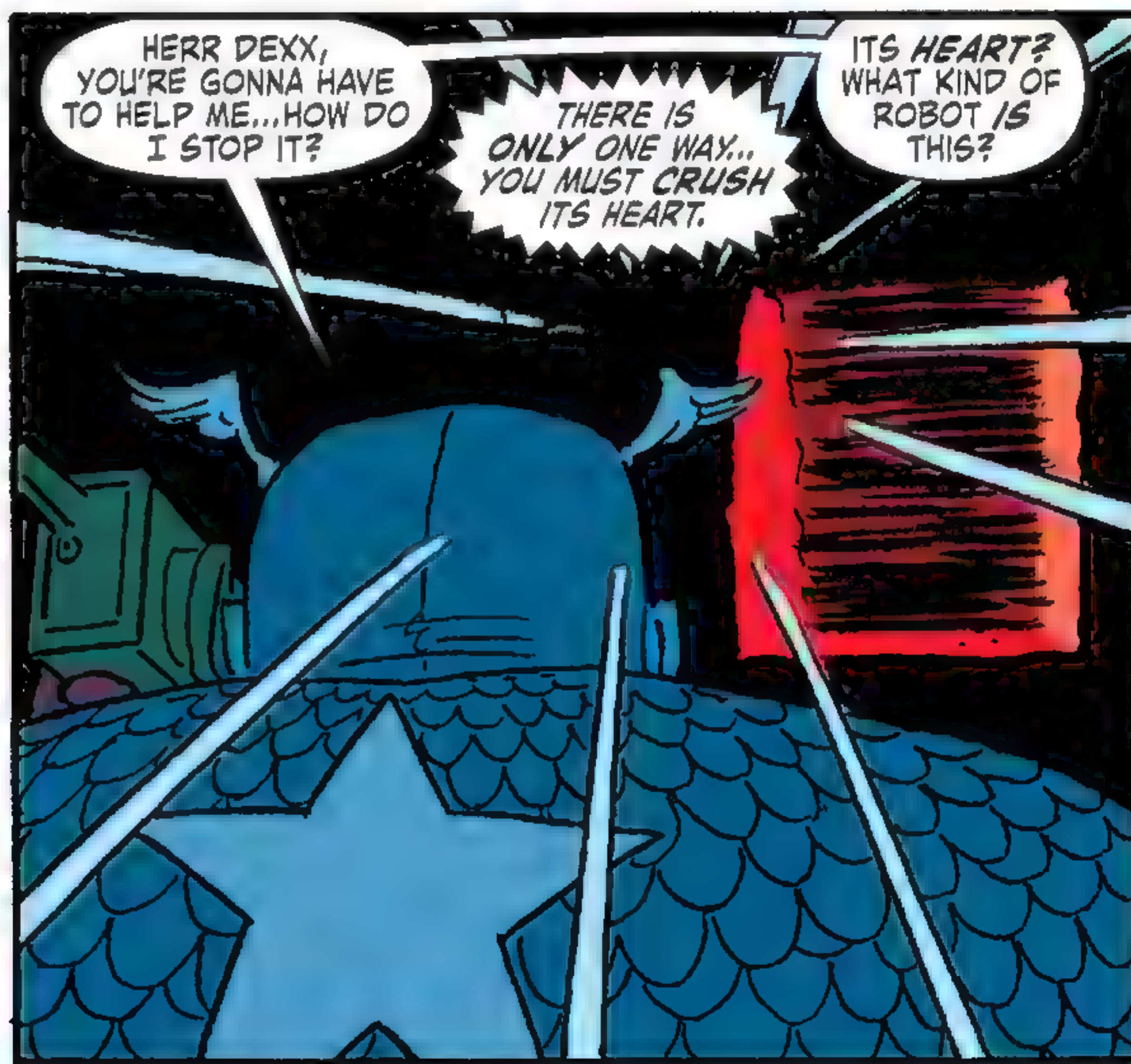
GUY WAS
SOME KINDA GENIUS,
LIKE DA VINCI...

THE SKULL SAID
HE'D ALREADY STARTED
THE PROCESS...WHAT
DOES THAT MEAN?



MEIN GOTT... HE'S
WAKING IT UP! WE
MUST FLEE!

HEY!
ENOUGH OF
THAT!
WE'RE
GONNA BEAT
THIS THING!



HERR DEXX,
YOU'RE GONNA HAVE
TO HELP ME...HOW DO
I STOP IT?

THERE IS
ONLY ONE WAY...
YOU MUST CRUSH
ITS HEART.

ITS HEART?
WHAT KIND OF
ROBOT IS
THIS?



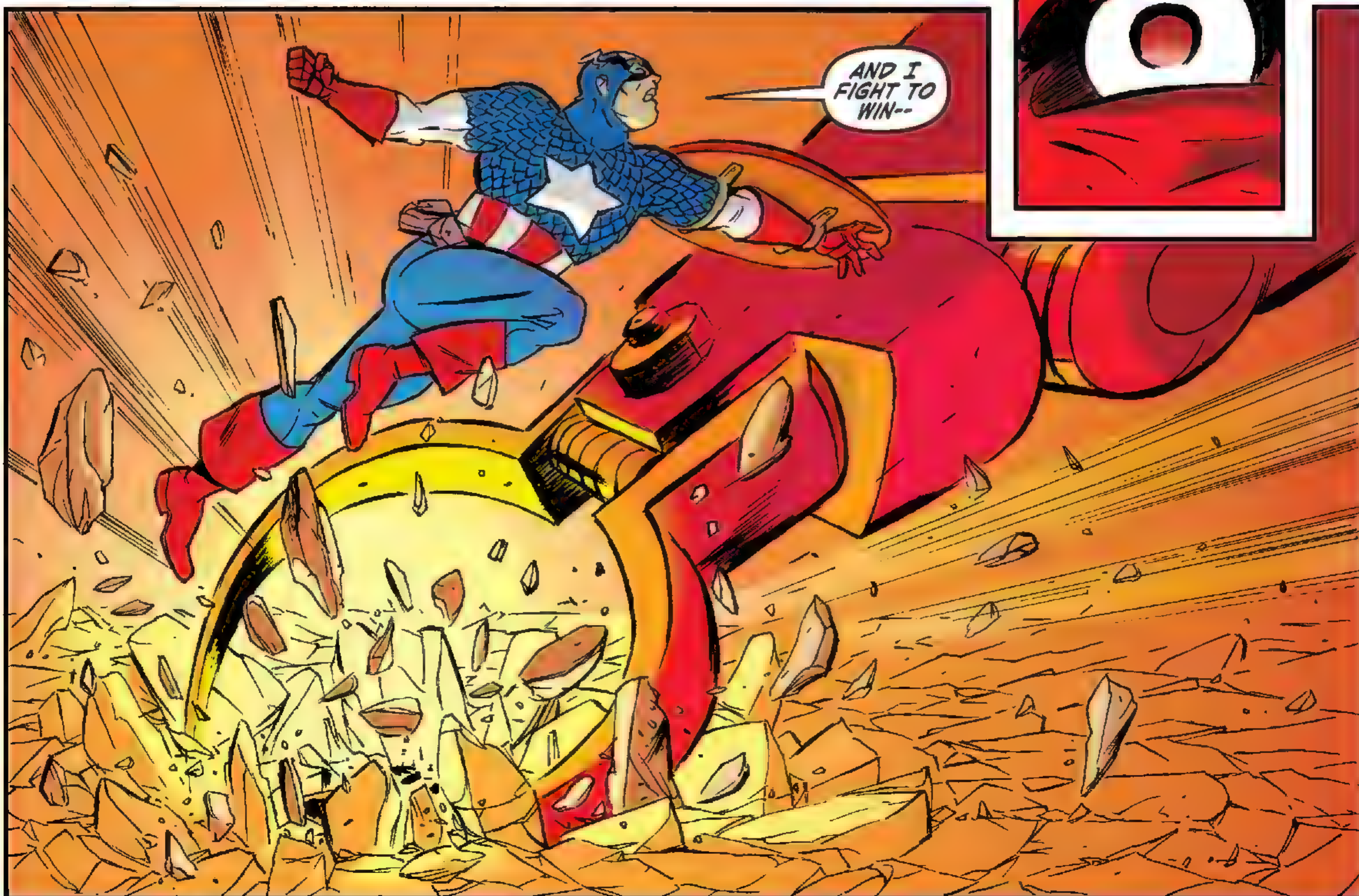
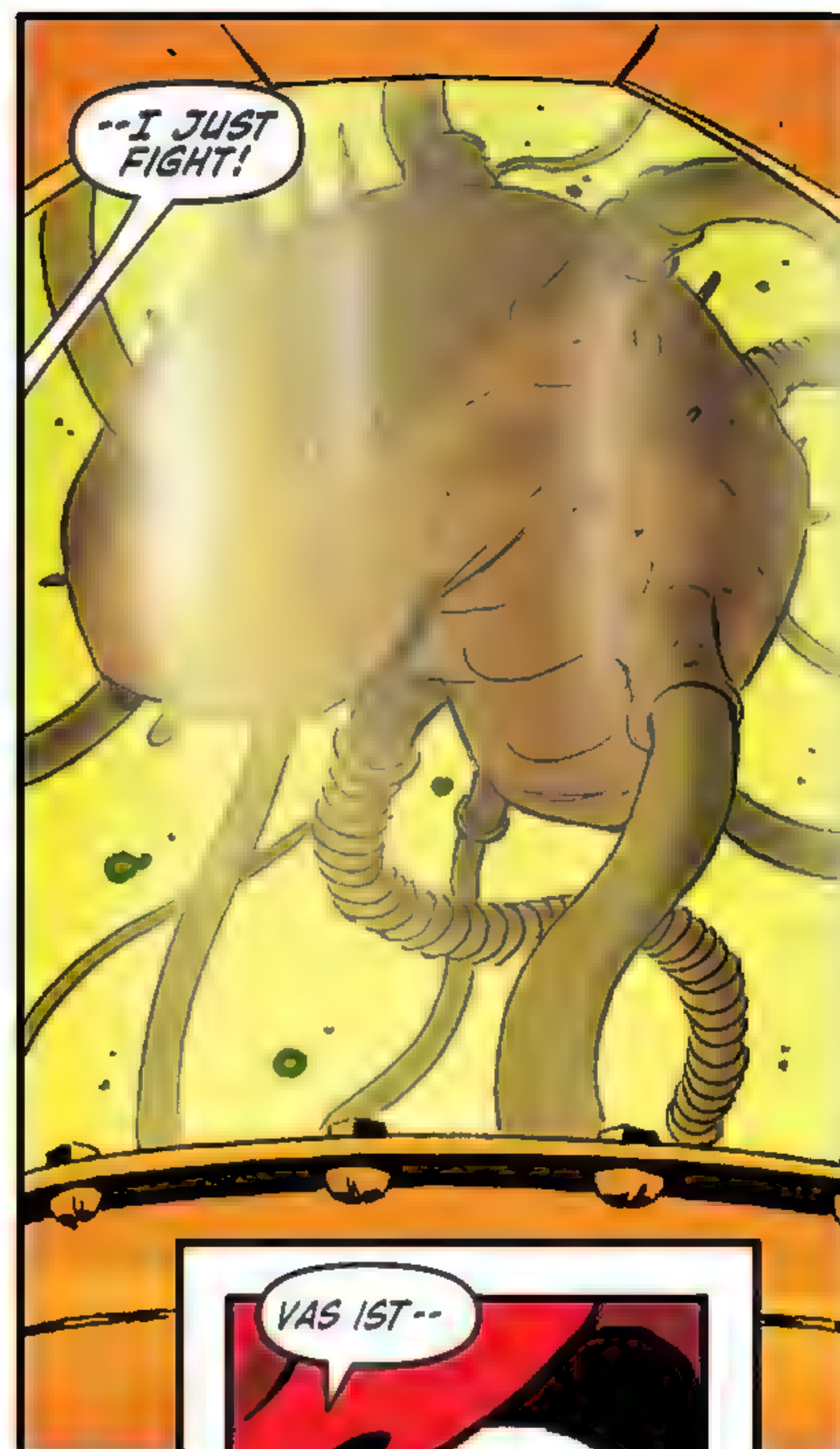
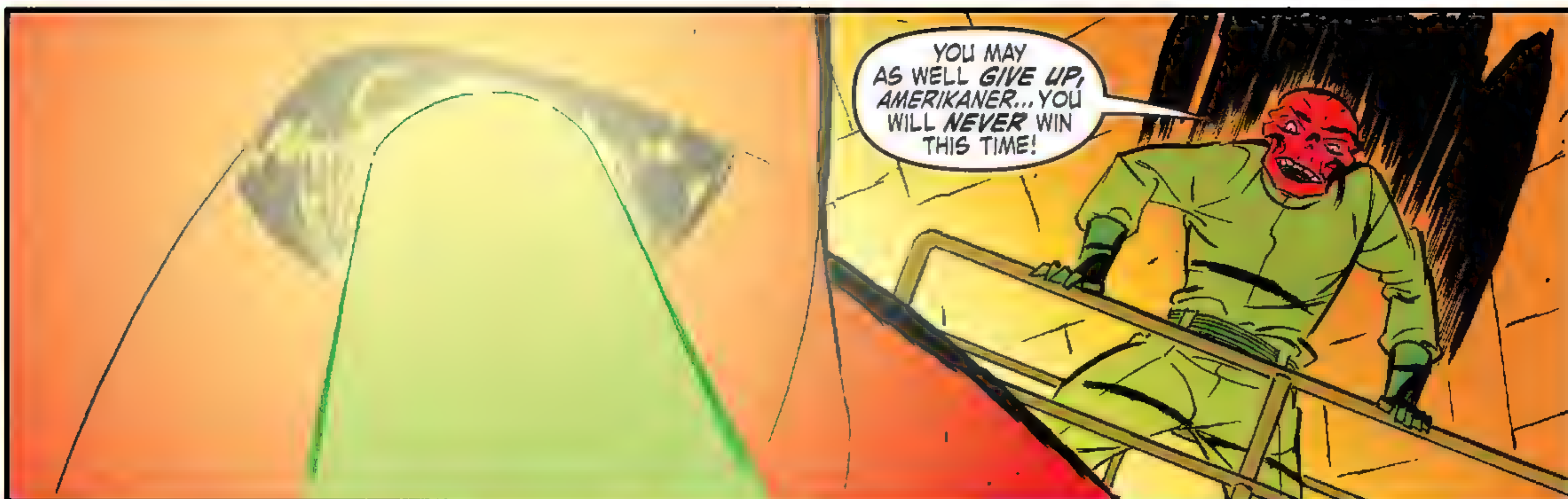
OH...

...GOOD
GOD...

WWRRRGGG



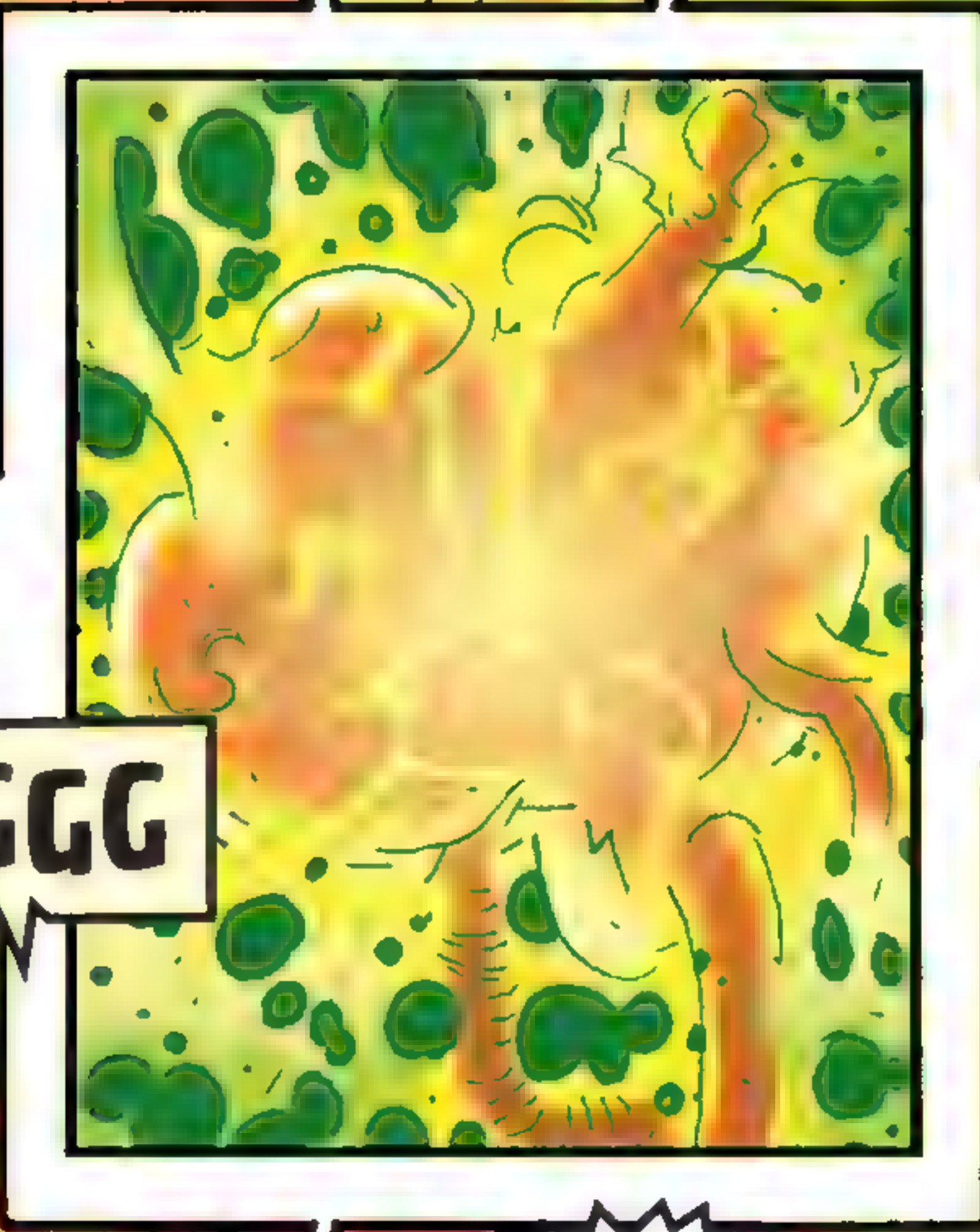






--OR DIE TRYING!

SH-KNNG



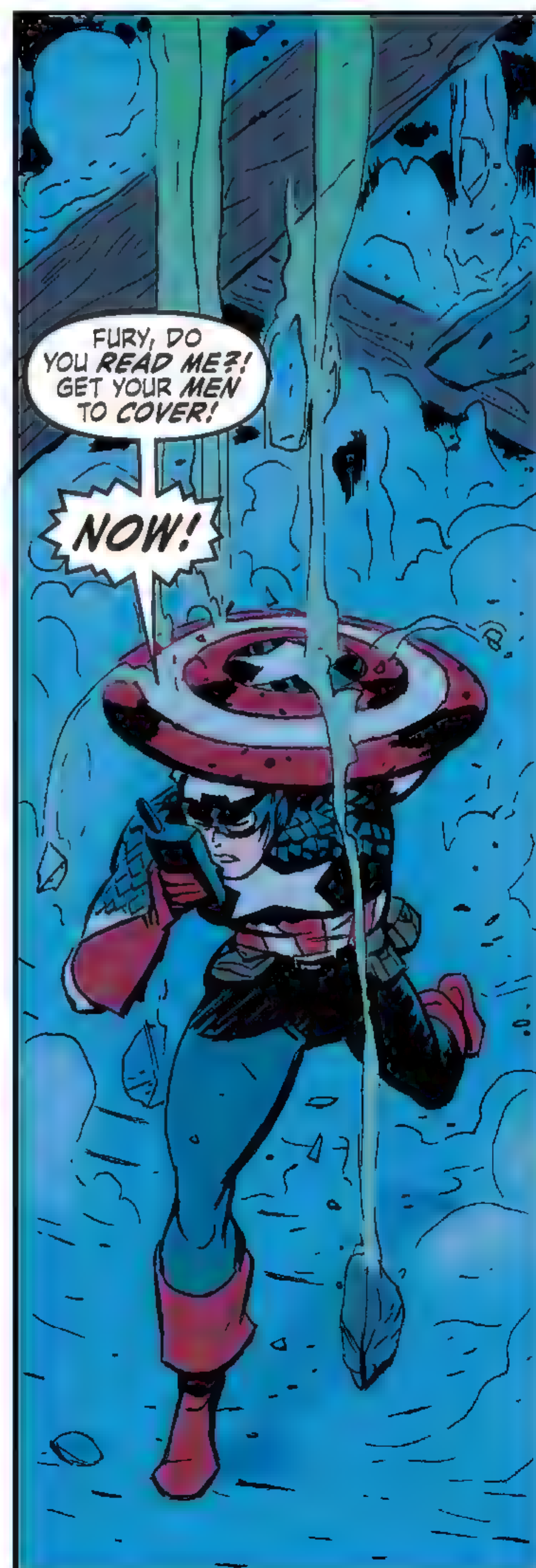
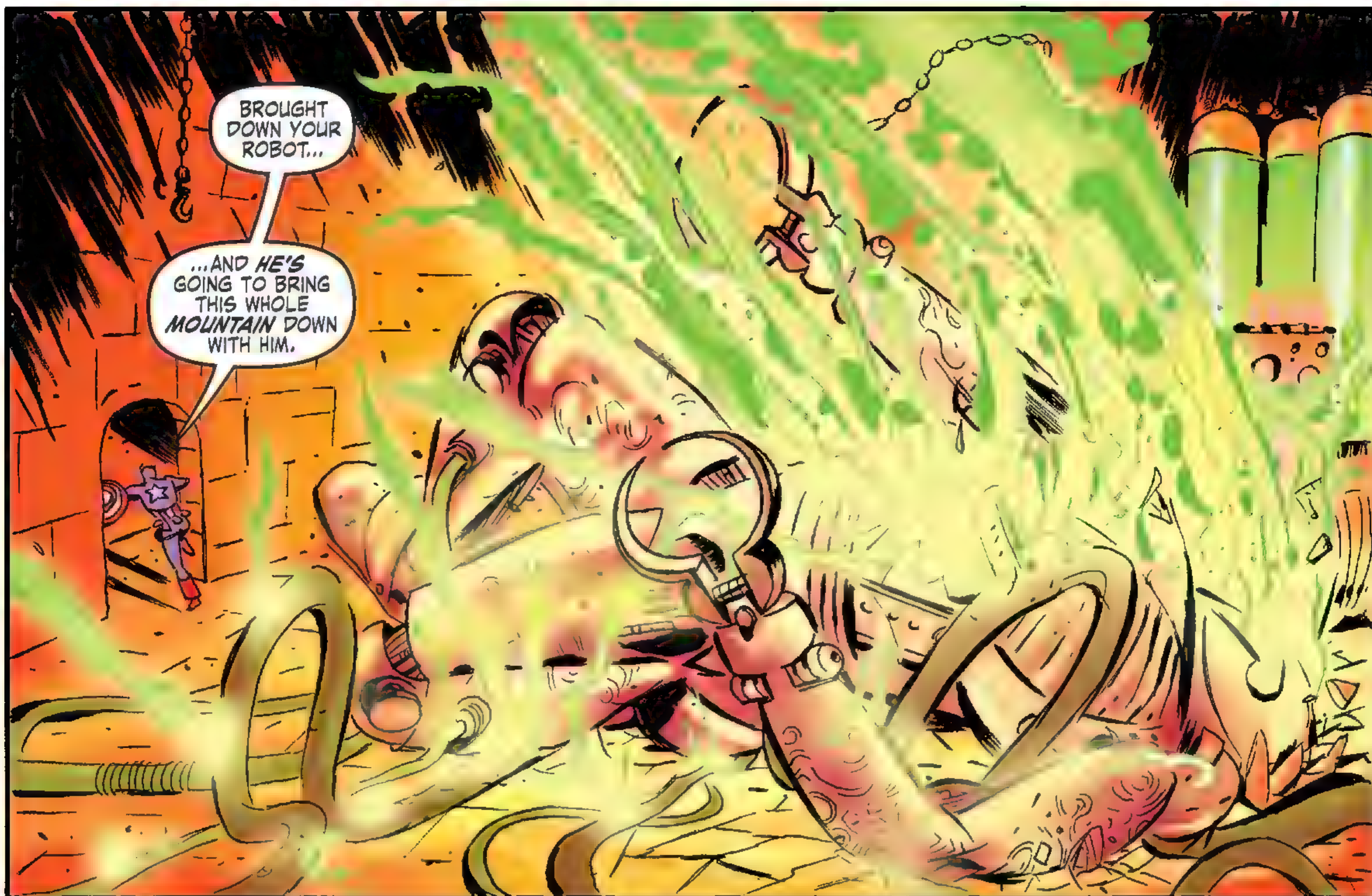
WWWRRRRGGGG



NEIN!
NEIN!

WHAT
HAVE YOU
DONE?!







HHK-HHKK!
HHK-HK-HK!



WONDERED WHEN YOU'D DIG YOURSELF OUT...

SO, I'M GUESSIN' *THIS* IS WHAT *SUCCESS* LOOKS LIKE?

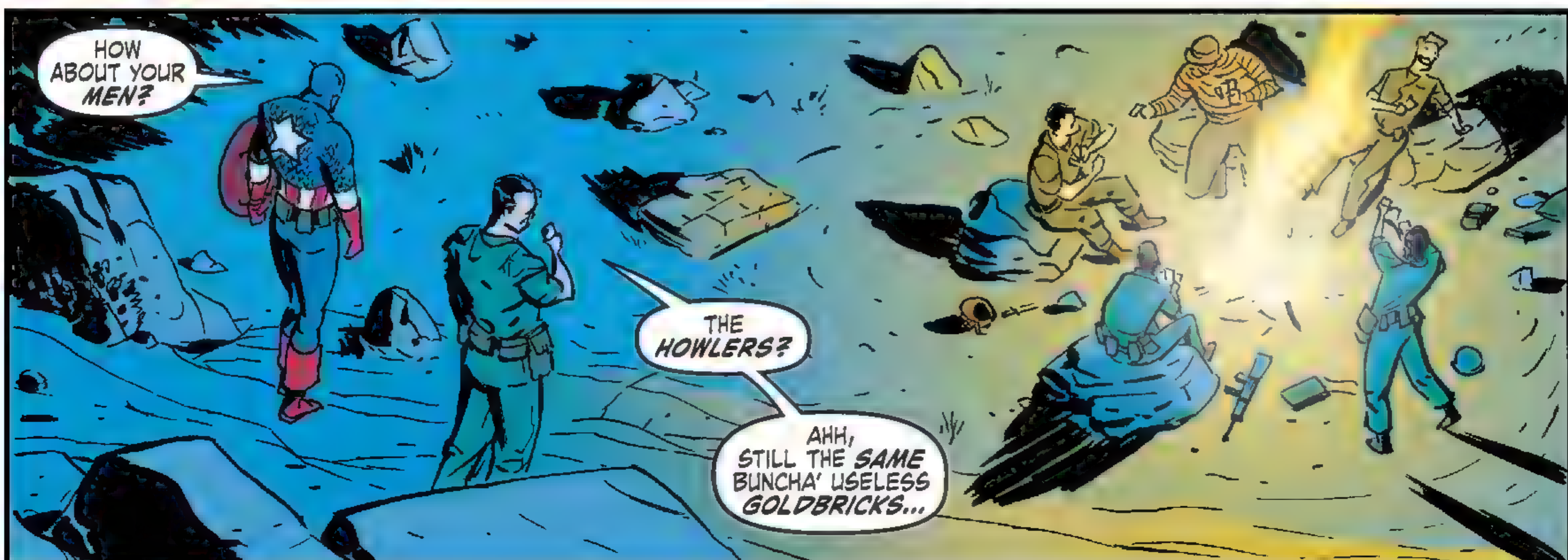
YEAH... SOMETIMES IT *IS*, SERGEANT.



ANY CHANCE THE RED SKULL'S *BURIED* UNDER ALL THAT ROCK AND MORTAR?

MAYBE... I DON'T KNOW.

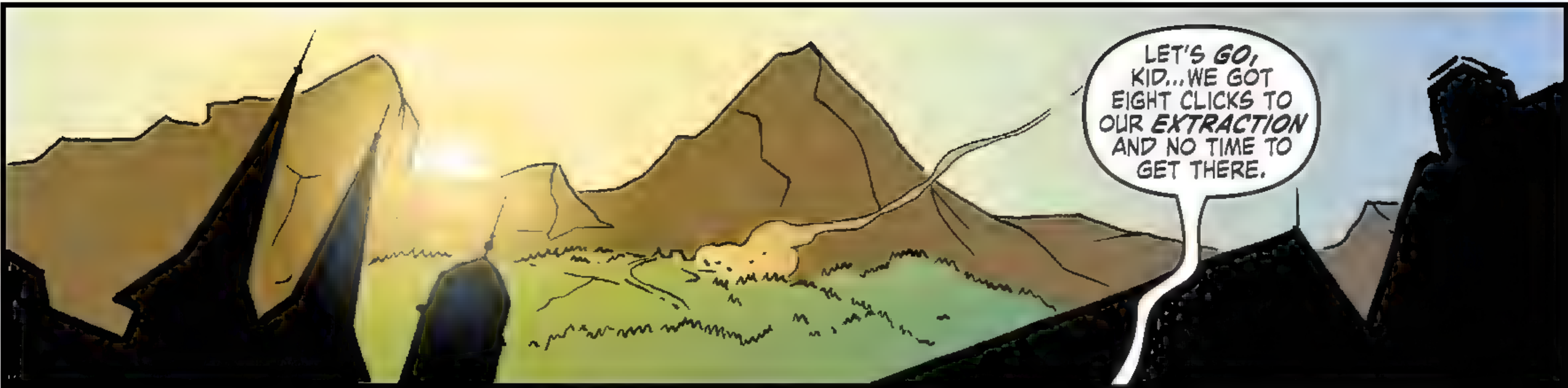
HE *GRABBED* SOMETHING AND RAN WHEN IT STARTED COMING DOWN.



HOW ABOUT YOUR *MEN*?

THE *HOWLERS*?

AHH, STILL THE *SAME* BUNCHA' USELESS *GOLDBRICKS*...



LET'S GO, KID...WE GOT EIGHT CLICKS TO OUR EXTRACTION AND NO TIME TO GET THERE.



SERGEANT FURY'S RIGHT, BUCK... WE HAVE TO MOVE.

ALL RIGHT, ALL RIGHT...JUST GIMME A MINUTE.



YOU SHOULDN'T WAIT. THE NAZIS WON'T BE GONE LONG.

I KNOW, I JUST... I WANTED TO SAY...

...THAT, UH...I HOPE, WELL...

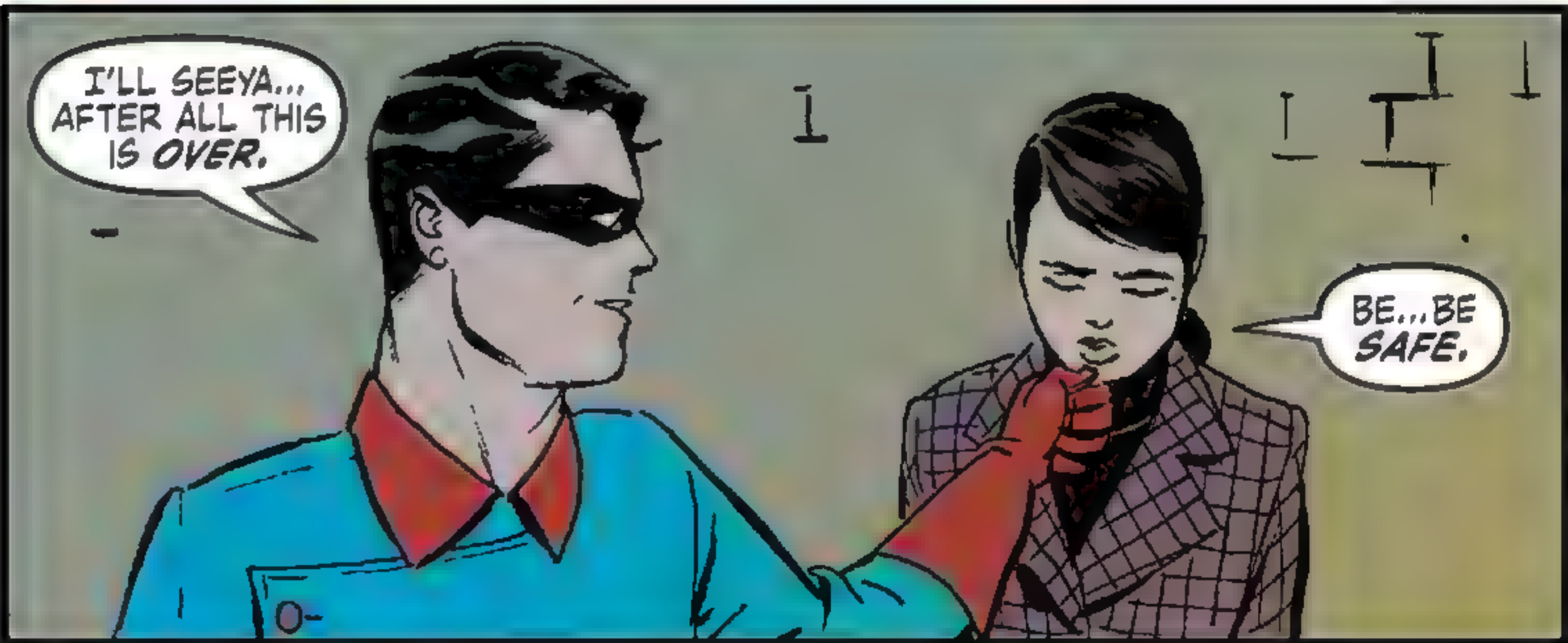


YOU HAVE A WAY WITH WORDS, MY FIGHTING AMERICAN...

AW, HELL...



WELL, ALL RIGHT, KID...



I'LL SEEYA... AFTER ALL THIS IS OVER.

BE...BE SAFE.



YOU BE SAFE...I'LL BE FINE.

EPILOGUE



AND THEN WE FLEW BACK TO ENGLAND, MET UP WITH THE REST OF THE INVADERS AND WENT SOMEWHERE ELSE TWO DAYS LATER...

I CAN'T EVEN REMEMBER *WHERE*, REALLY.



AND HE NEVER SAW HER AGAIN?

NEVER EVEN SENT A *SECRET WIRE* OUT...

TOO SCARED HE'D GIVE HER AWAY.



HE NEVER REALLY TALKED ABOUT HER *EITHER*...

...BUT THERE WASN'T A *DOUBT* IN MY MIND WHERE HE WAS GOING WHEN THE WAR WAS OVER.



GOD, THAT MUST'VE BEEN *HELL*...

REALIZING THE ONLY GIRL YOU EVER LOVED ALREADY GREW *OLD* WITHOUT YOU.

YEAH...



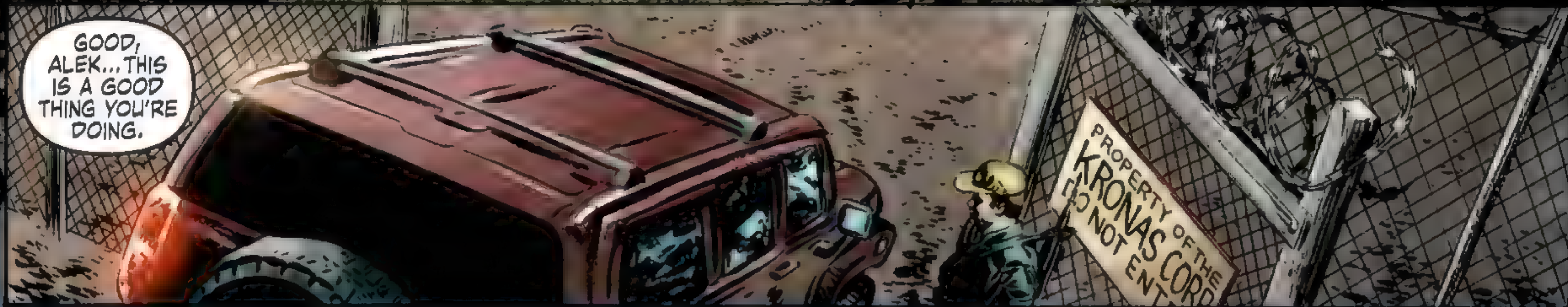
WE'VE REALLY GOT TO FIND HIM, SHARON... HE'S ALL ALONE OUT THERE.

AND EVERYTHING HE CARED ABOUT IS DEAD AND *BURIED*...

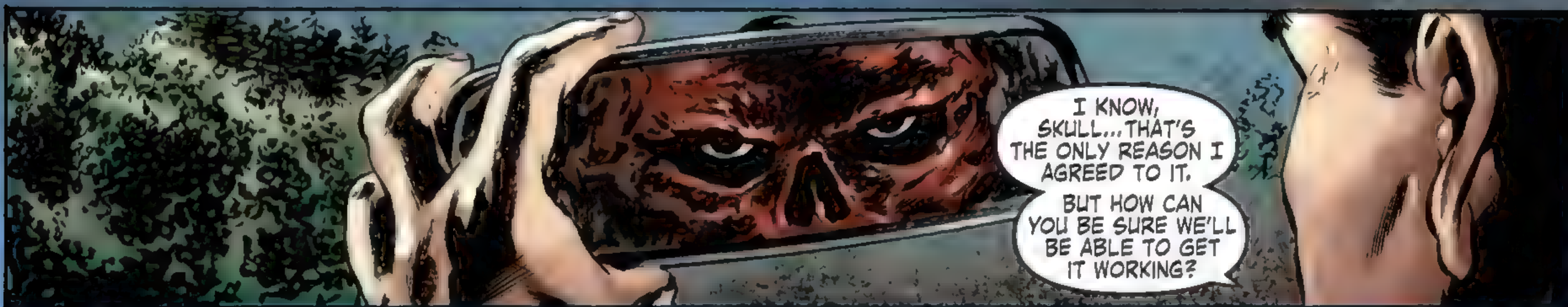


--GOT THE SITE CLEARED AND PREPPED, MR. LUKIN... BUT WOULD YOU CARE TO TELL ME WHAT EXACTLY WE'RE DIGGING FOR?

NO. JUST DIG... MY ASSOCIATE HAS THE DETAILS.



GOOD, ALEK... THIS IS A GOOD THING YOU'RE DOING.



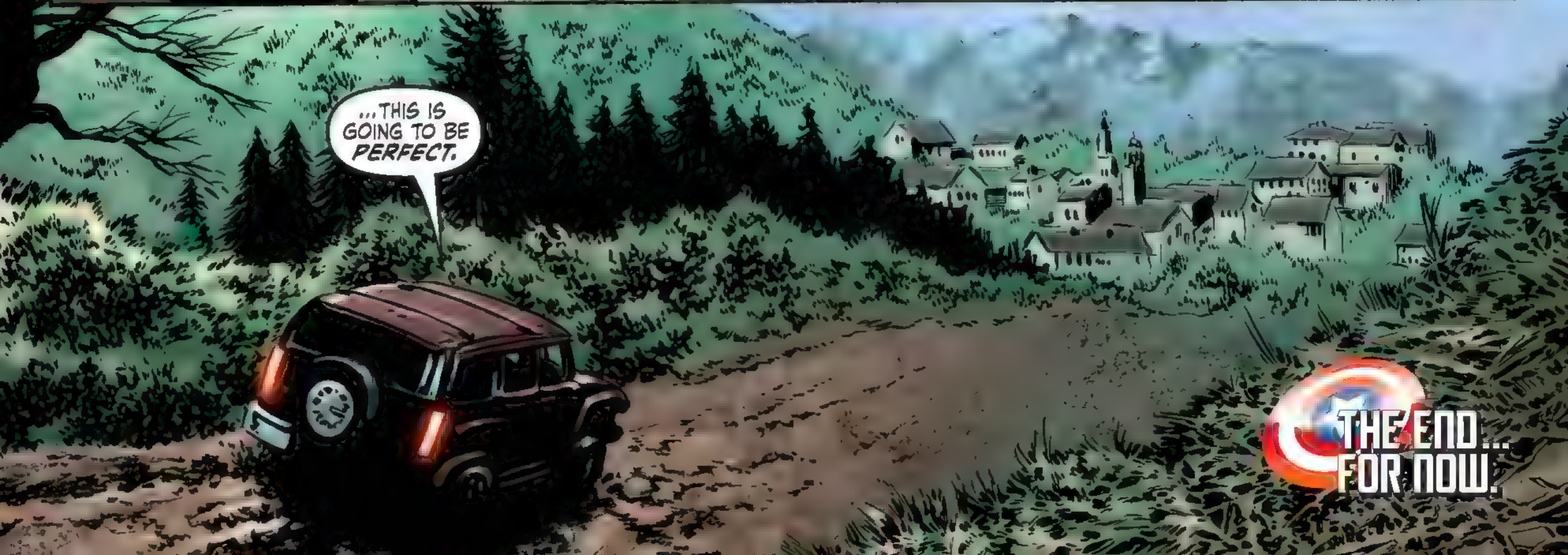
I KNOW, SKULL... THAT'S THE ONLY REASON I AGREED TO IT.
BUT HOW CAN YOU BE SURE WE'LL BE ABLE TO GET IT WORKING?



LOOK AT THE PARCHMENT AGAIN... THE ETCHING OF THE BARON...



OH... OH YES...



...THIS IS GOING TO BE PERFECT.

THE END...
FOR NOW.



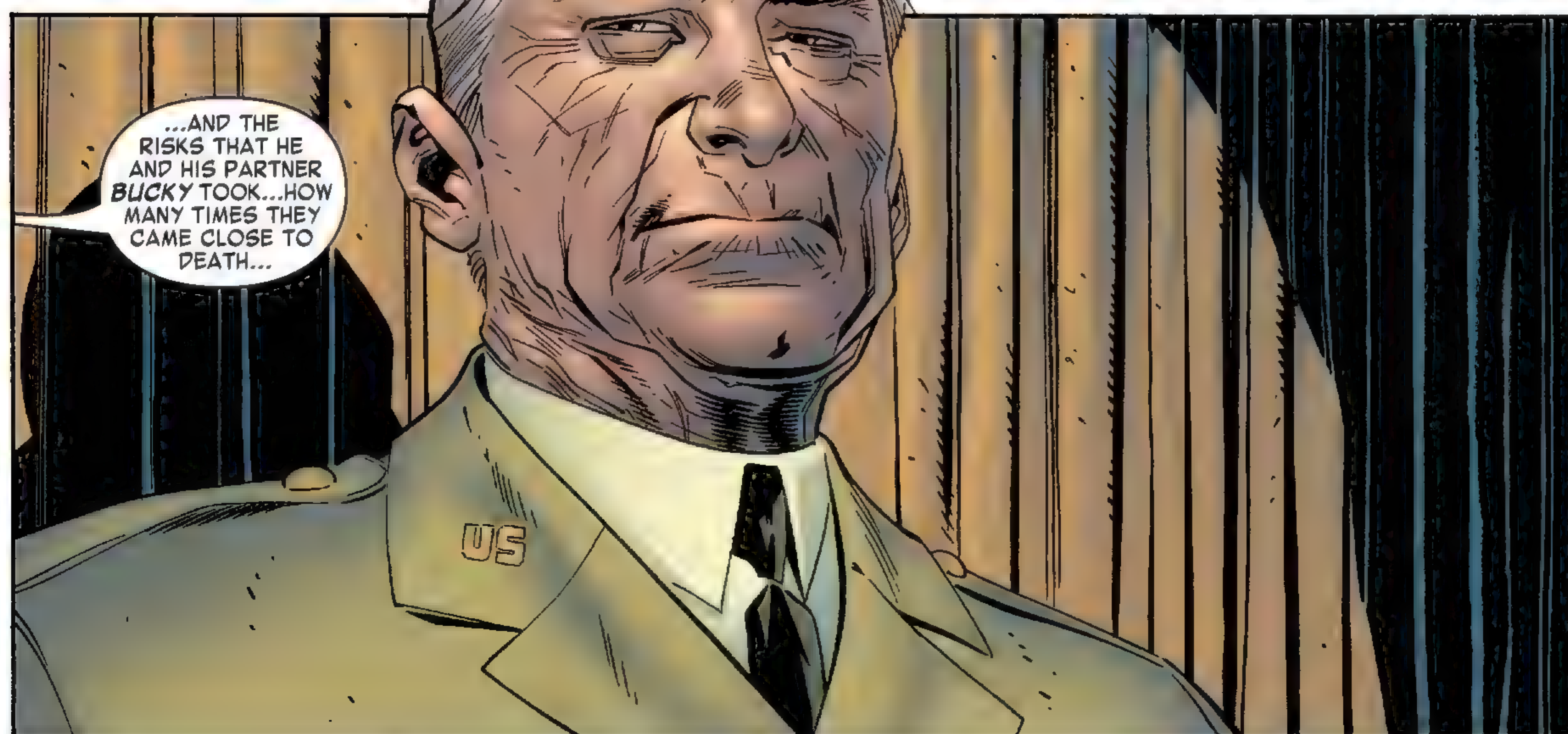
The New Avengers and the Astonishing X-Men met to discuss the fate of Wanda Maximoff, the Scarlet Witch — the daughter of the powerful mutant terrorist Magneto. After losing control of her reality-altering powers and suffering a total nervous breakdown, Wanda unleashed chaos upon the Avengers, killing and injuring many of their number. Magneto intervened and took his daughter to the devastated island-nation of Genosha, where Charles Xavier — Professor X, the founder of the X-Men — was to help her recover. Xavier failed, and now it is up to Wanda's friends and teammates to decide whether she will live or die. But Magneto, Wanda, and her brother Pietro disappear...

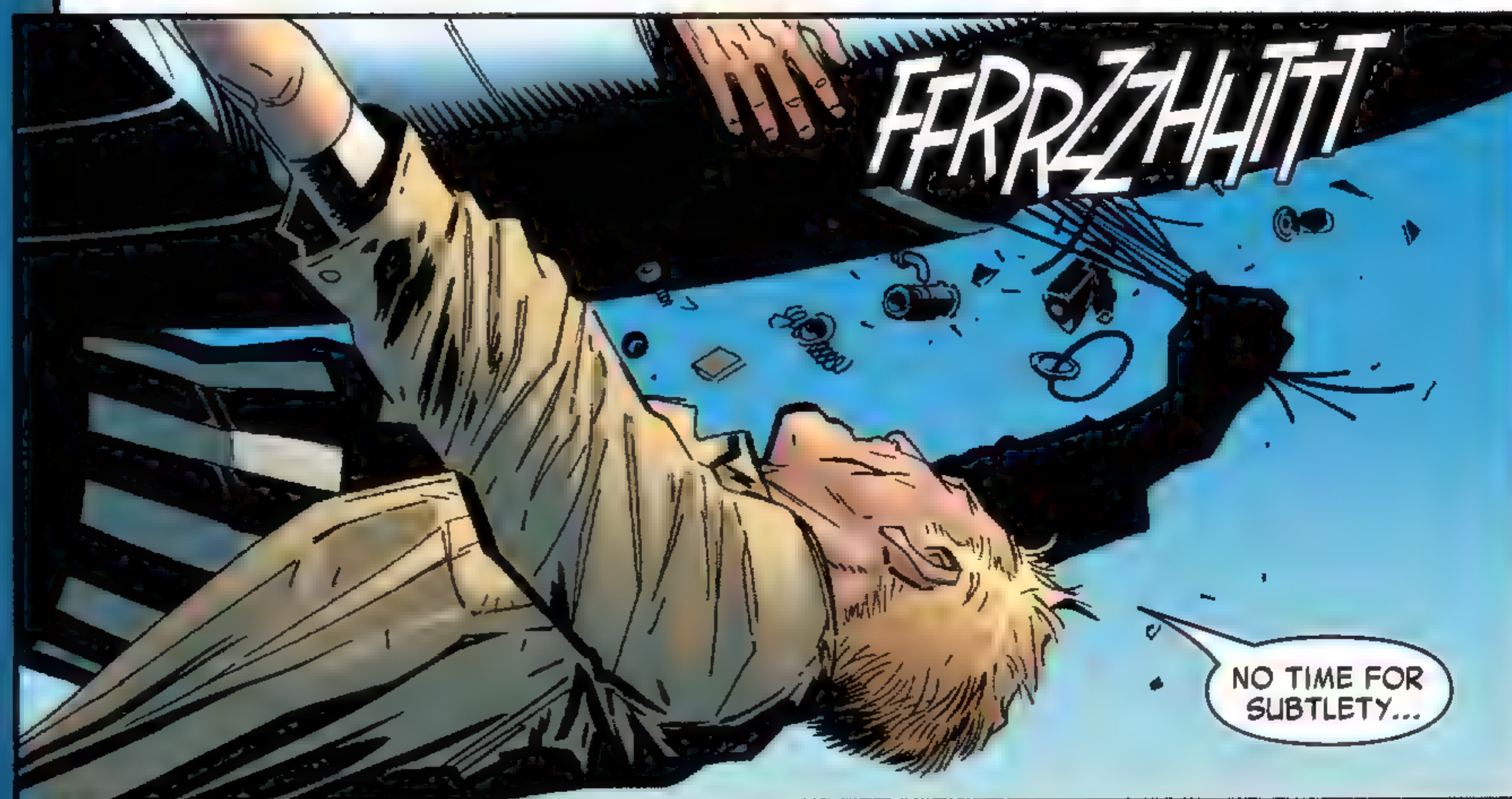
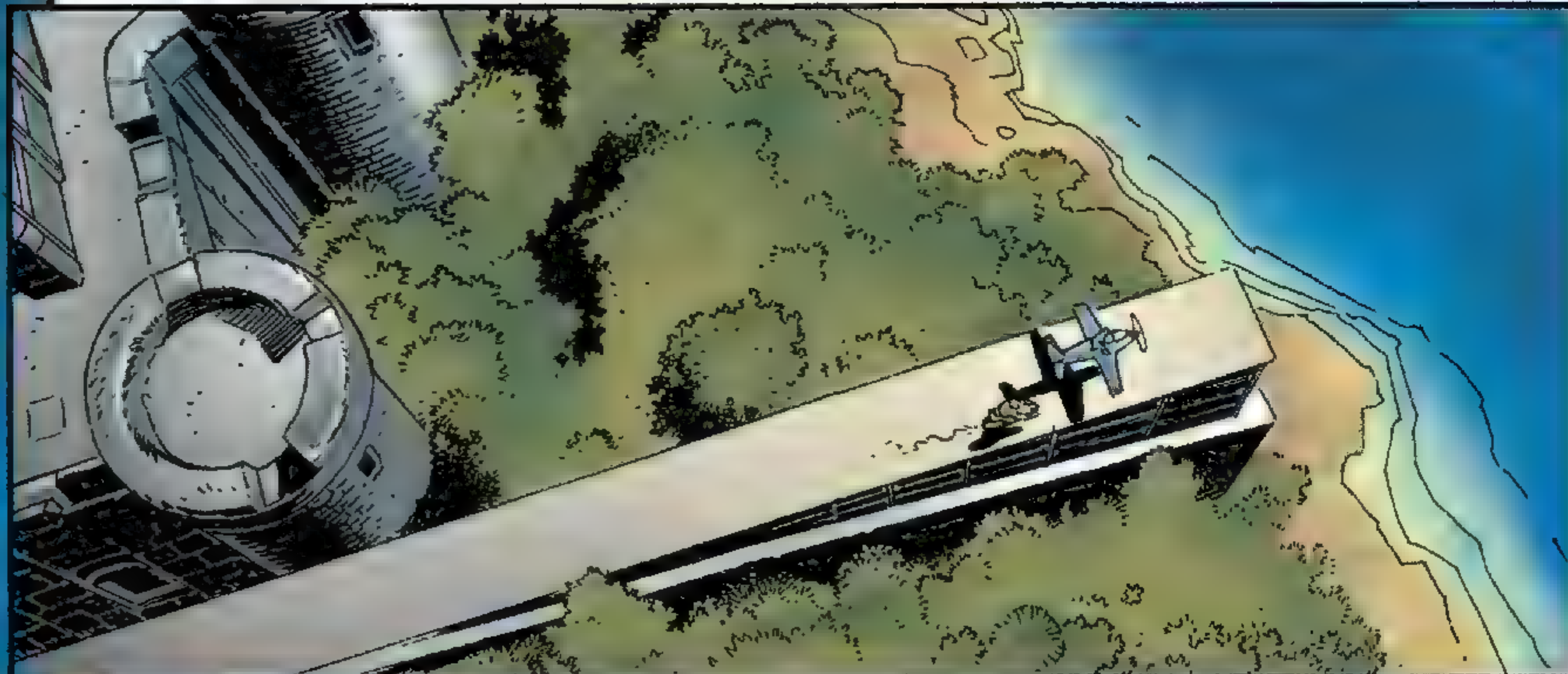
Then the world burns to white. Reality as we knew it is gone...

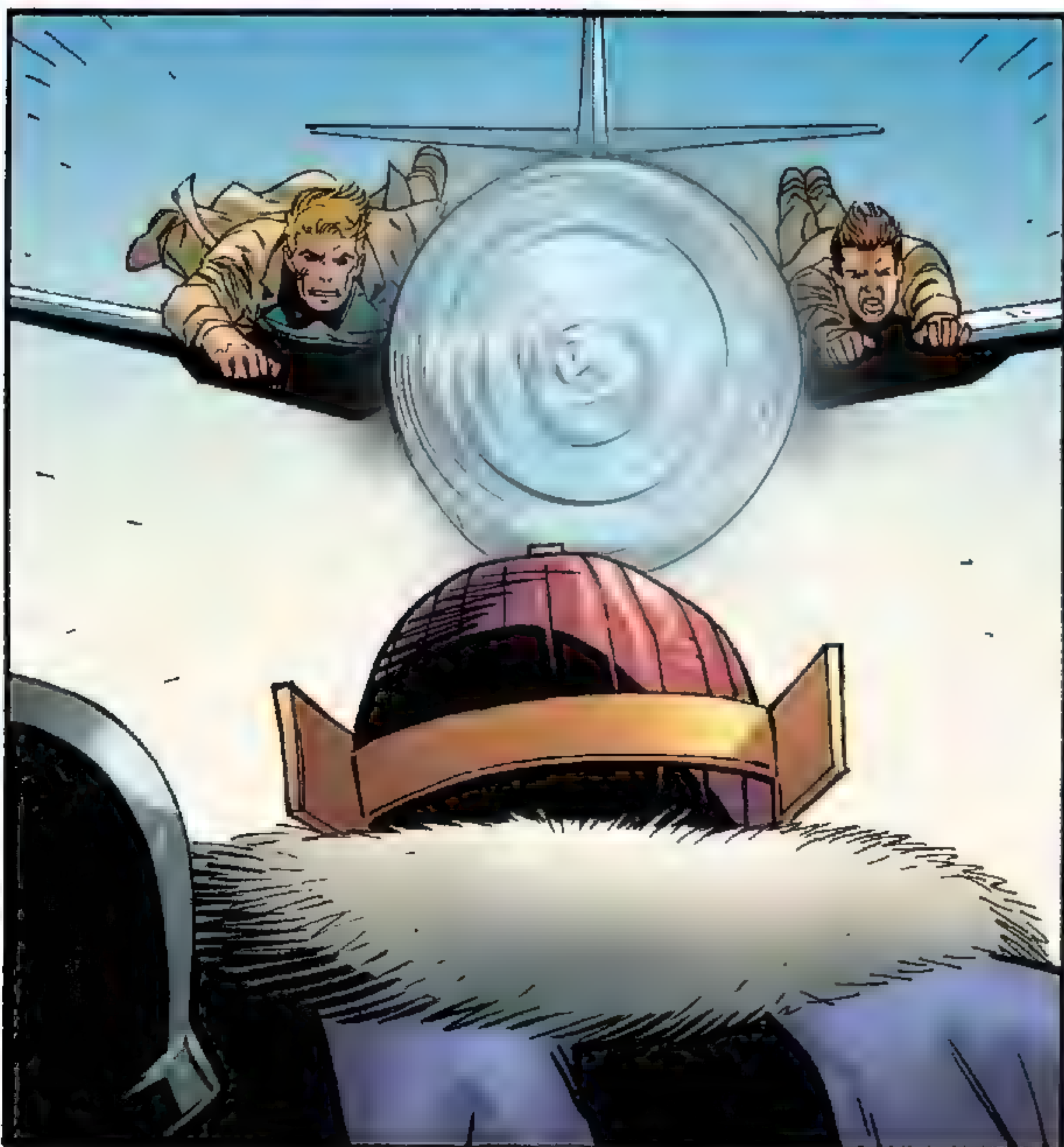
...to be replaced by a society in which humans are the oppressed minority and mutants run the culture, ruling over all existing countries, religions, and politics. A kingdom united under the House of M.

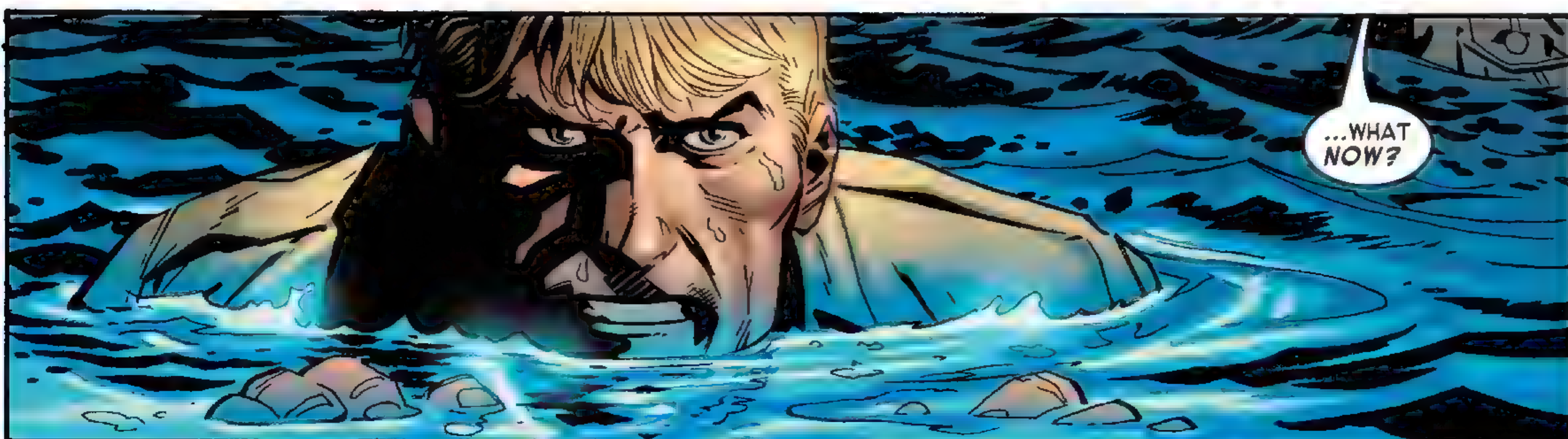
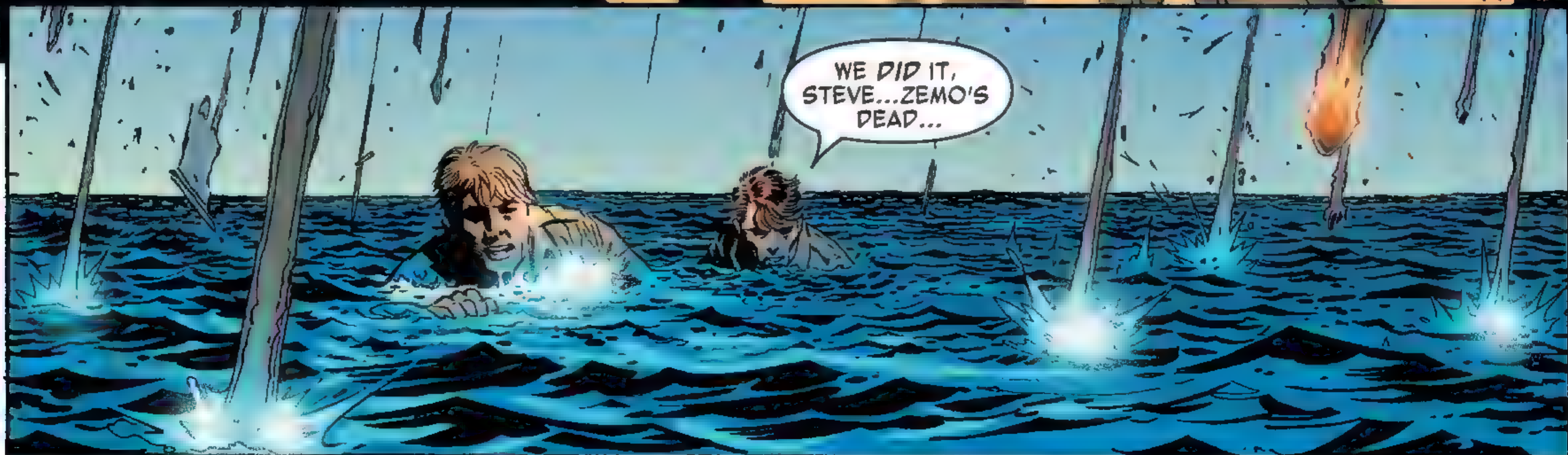
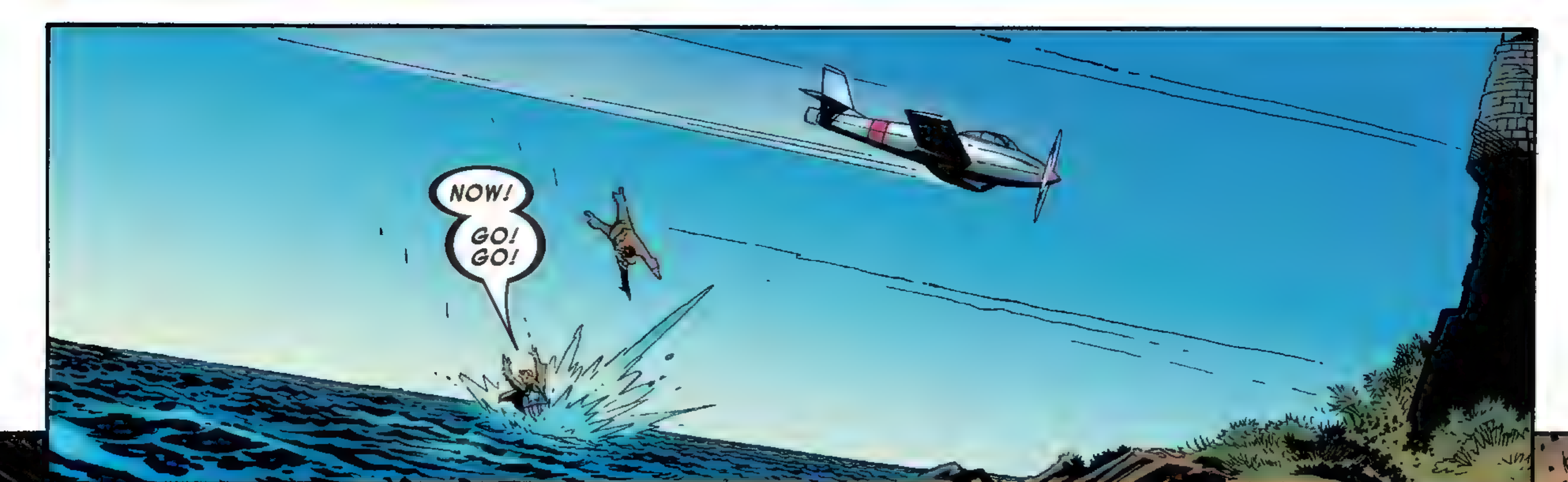
HOUSE OF M

During the dark days of the early 1940s, a covert military experiment turned a young and frail Steve Rogers into America's first Super-Soldier, CAPTAIN AMERICA.

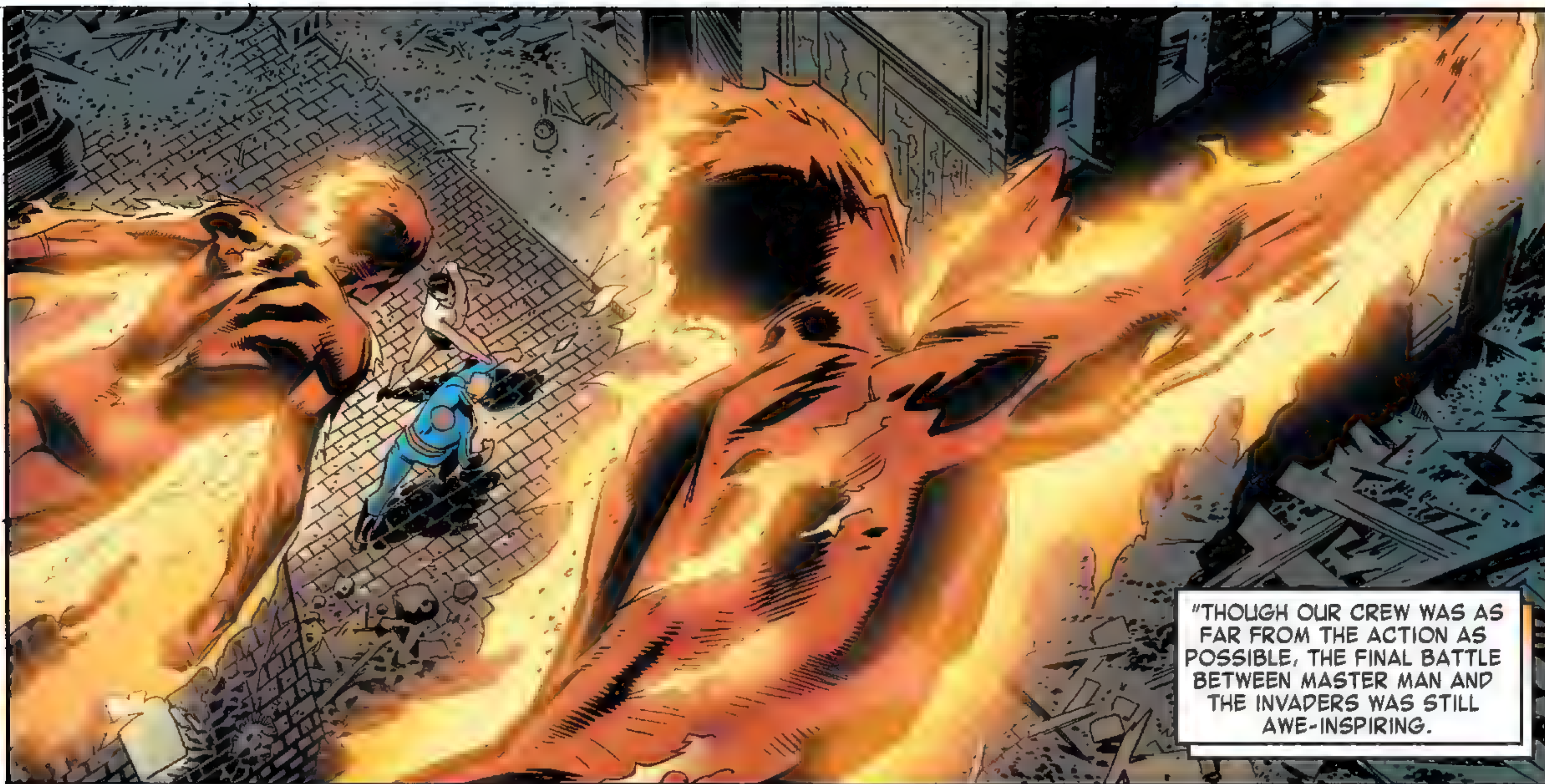












"THOUGH OUR CREW WAS AS FAR FROM THE ACTION AS POSSIBLE, THE FINAL BATTLE BETWEEN MASTER MAN AND THE INVADERS WAS STILL AWE-INSPIRING.



"THE BLOWS THESE SUPERHUMANS STRUCK SHOOK THE VERY GROUND UNDER OUR FEET..."



"...AND EVEN HALF A BLOCK AWAY, THE HEAT FROM THE HUMAN TORCH'S FLAMING FORM WAS BLISTERING.

"THE DEATH OF THE RED SKULL WAS NOT CAPTURED ON FILM, BUT THE IMAGE OF HIS FALLEN FORM, WITH HIS LONG-TIME ENEMY STANDING OVER HIM, WAS BROADCAST AROUND THE WORLD LAST NIGHT..."



"...AS WAS THE MOST AMAZING PART OF THIS WHOLE WEEK."

"WHEN THIS MORNING, CAPTAIN AMERICA AND BUCKY EMERGED FROM A BUNKER UNDER THE CITY..."



"...WITH THE FÜHRER HIMSELF IN THEIR CUSTODY."



YES, ADOLF HITLER, LEADER OF THE THIRD REICH, THE WORST MASS MURDERER IN MODERN HISTORY, WILL BE BROUGHT TO JUSTICE NOW, FOR ALL THE WORLD TO SEE.

IT'S TRULY A GREAT DAY IN BERLIN, A DAY THIS REPORTER, FOR ONE, OFTEN WONDERED IF HE'D LIVE TO SEE.





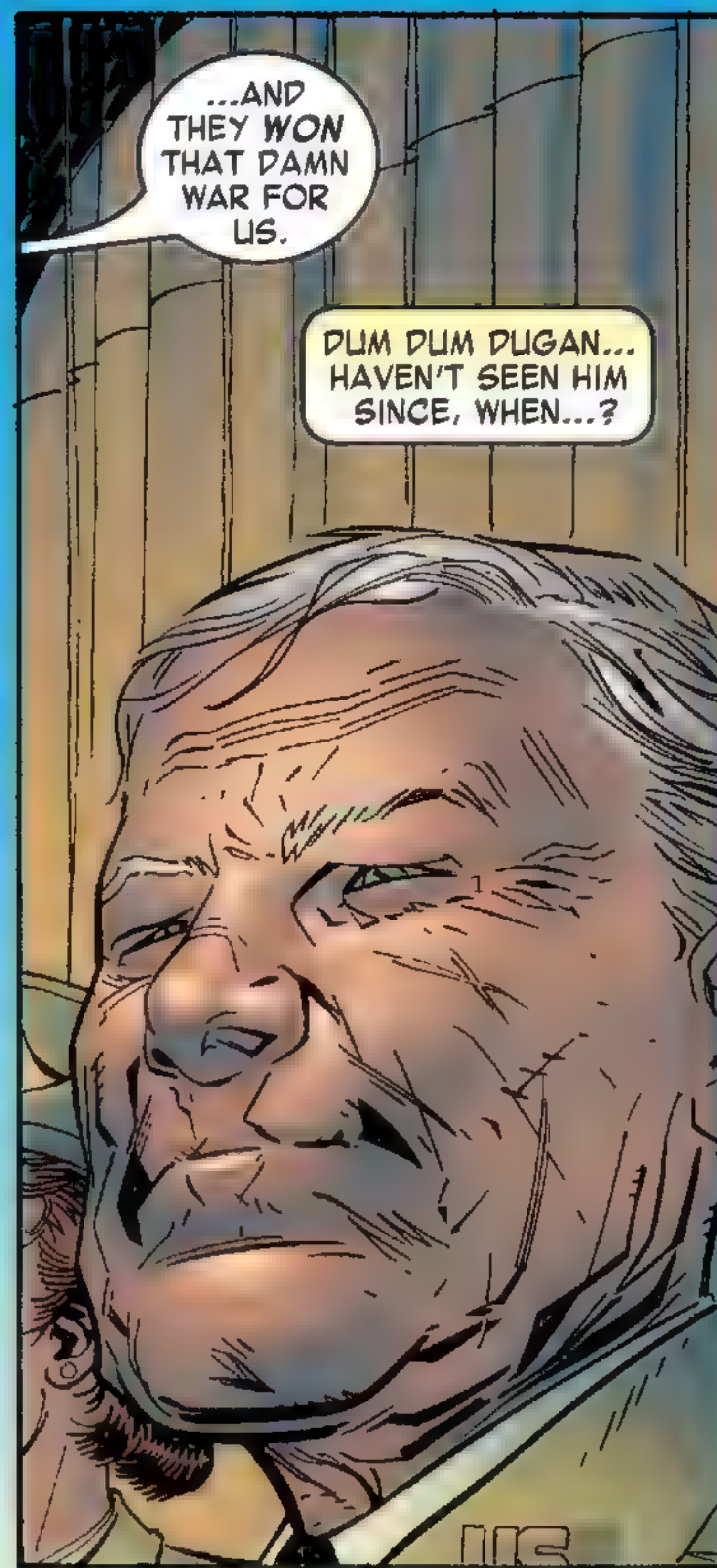
--THERE
T'WATCH HIM FIGHT
THE RED SKULL ON
THAT ROOFTOP IN
BERLIN.

SAW, CLEAR
AS DAY, THAT NAZI
COWARD JUMP TO HIS
OWN DEATH WHEN HE
REALIZED HE HAD NO
WAY OUT.



THESE KIDS TODAY, THEY DON'T
UNDERSTAND. EVERYONE'S SPECIAL
NOW, EVERYONE'S A MUTANT OR
A SUPER HERO...

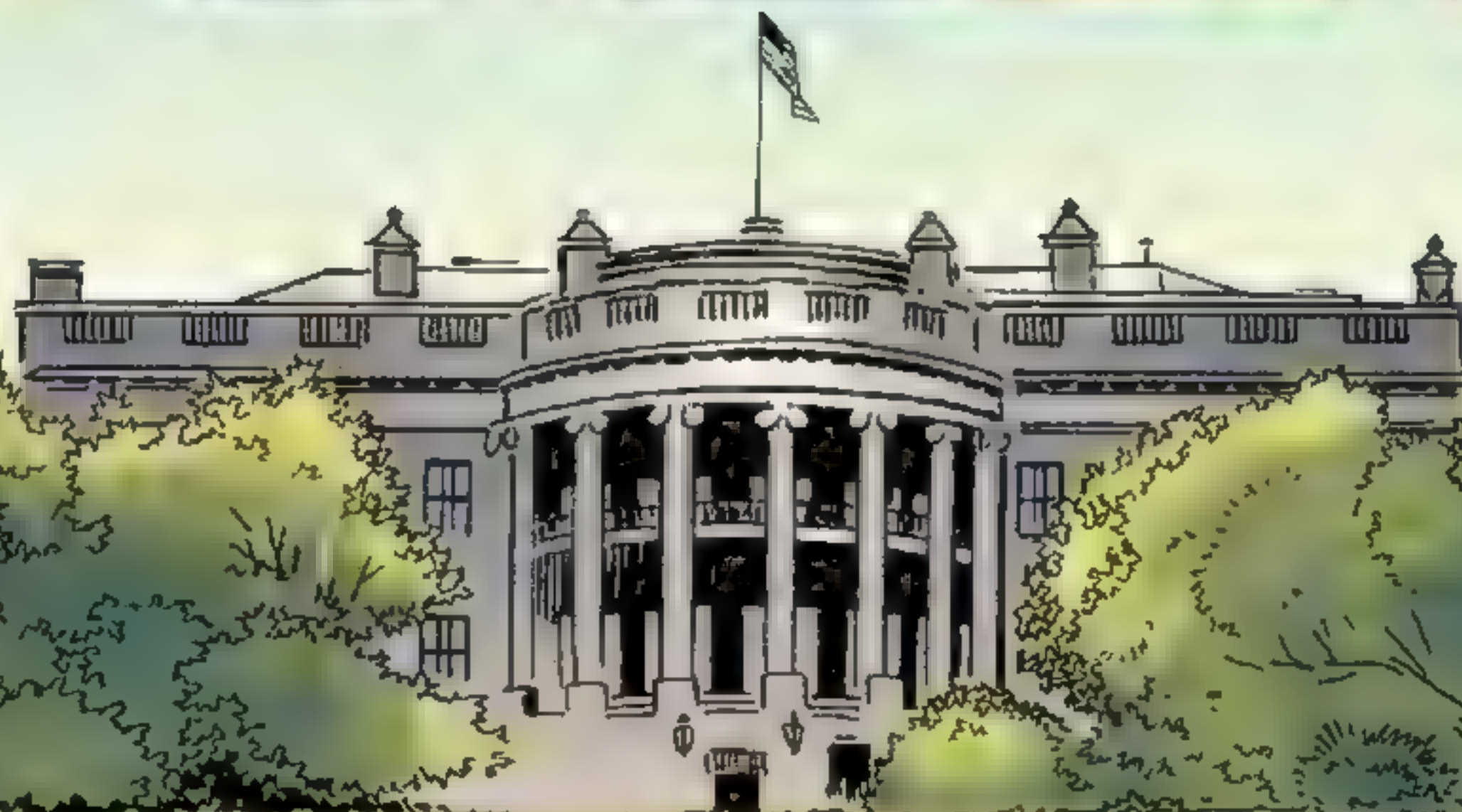
BUT
BACK THEN,
GUYS LIKE CAP,
THEY WERE A
RARE BREED...



...AND
THEY WON
THAT DAMN
WAR FOR
US.

DUM DUM DUGAN...
HAVEN'T SEEN HIM
SINCE, WHEN...?

WAS IT THE WEDDING?
WAS IT ACTUALLY
THAT LONG AGO?

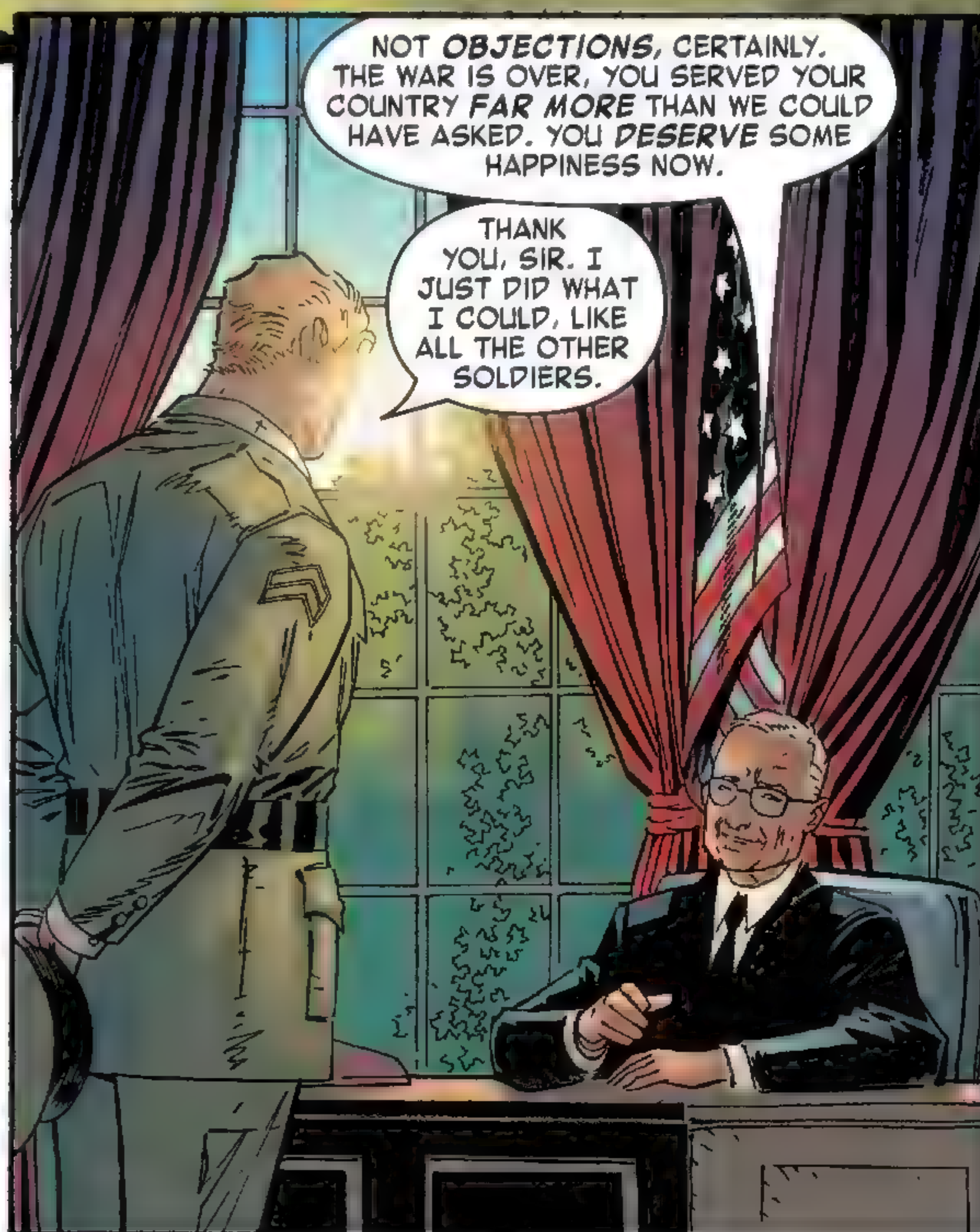


★
**Washington DC—
January 1946**



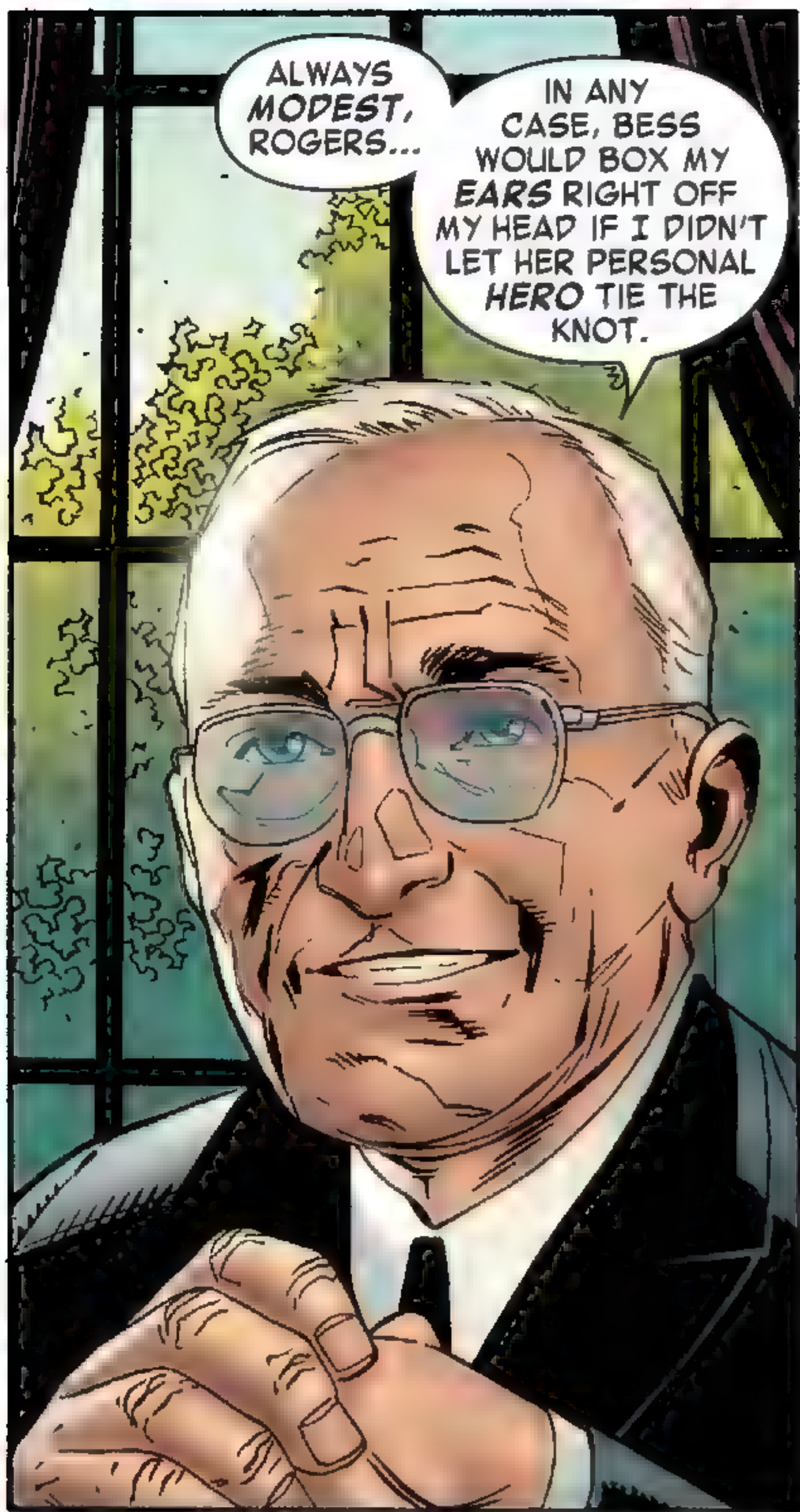
I HEAR
THROUGH THE
GRAPEVINE THAT
YOU'RE THINKING
OF GETTING
MARRIED, CORPORAL
ROGERS? IS THAT
CORRECT?

YES
SIR, MISTER
PRESIDENT, ASSUMING
THAT YOU HAVE NO
OBJECTIONS,
SIR.



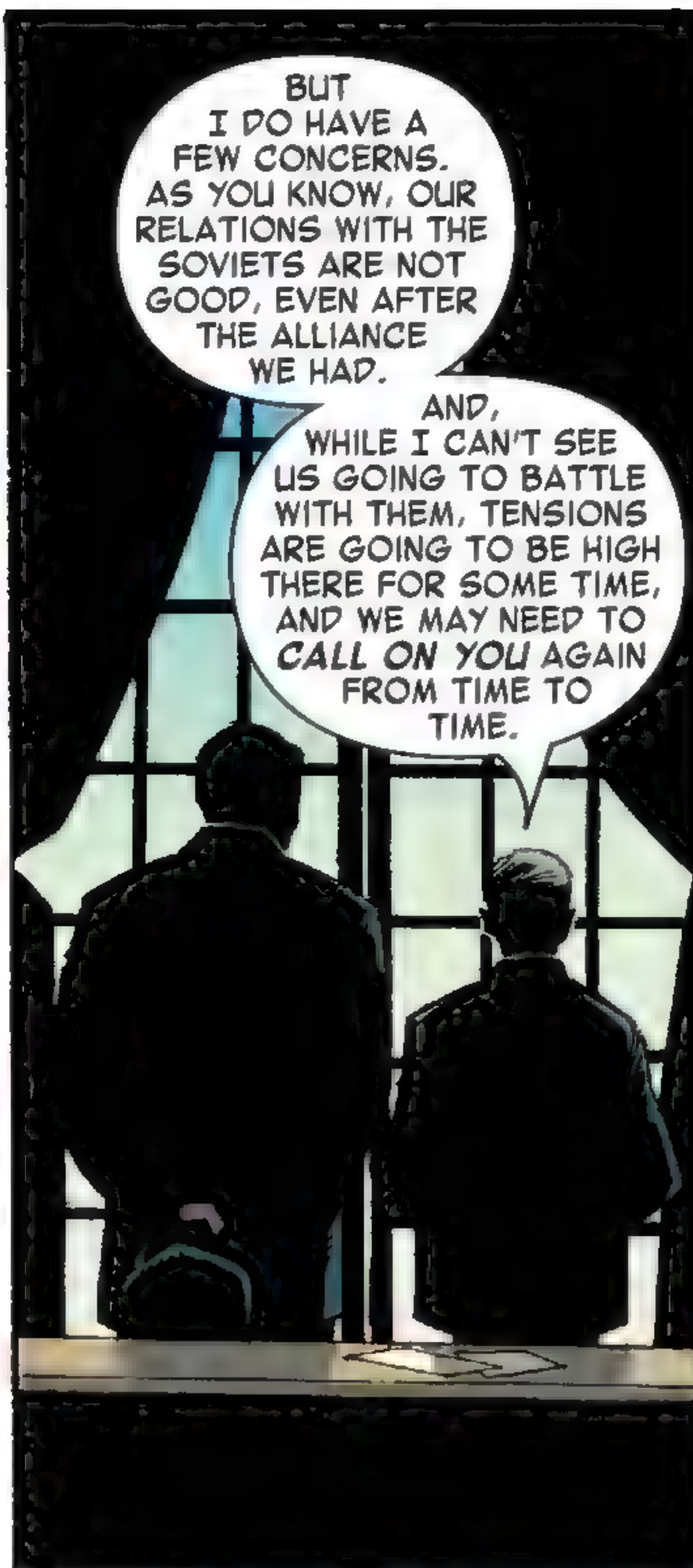
NOT **OBJECTIONS**, CERTAINLY.
THE WAR IS OVER, YOU SERVED YOUR
COUNTRY FAR MORE THAN WE COULD
HAVE ASKED. YOU **DESERVE** SOME
HAPPINESS NOW.

THANK
YOU, SIR. I
JUST DID WHAT
I COULD, LIKE
ALL THE OTHER
SOLDIERS.



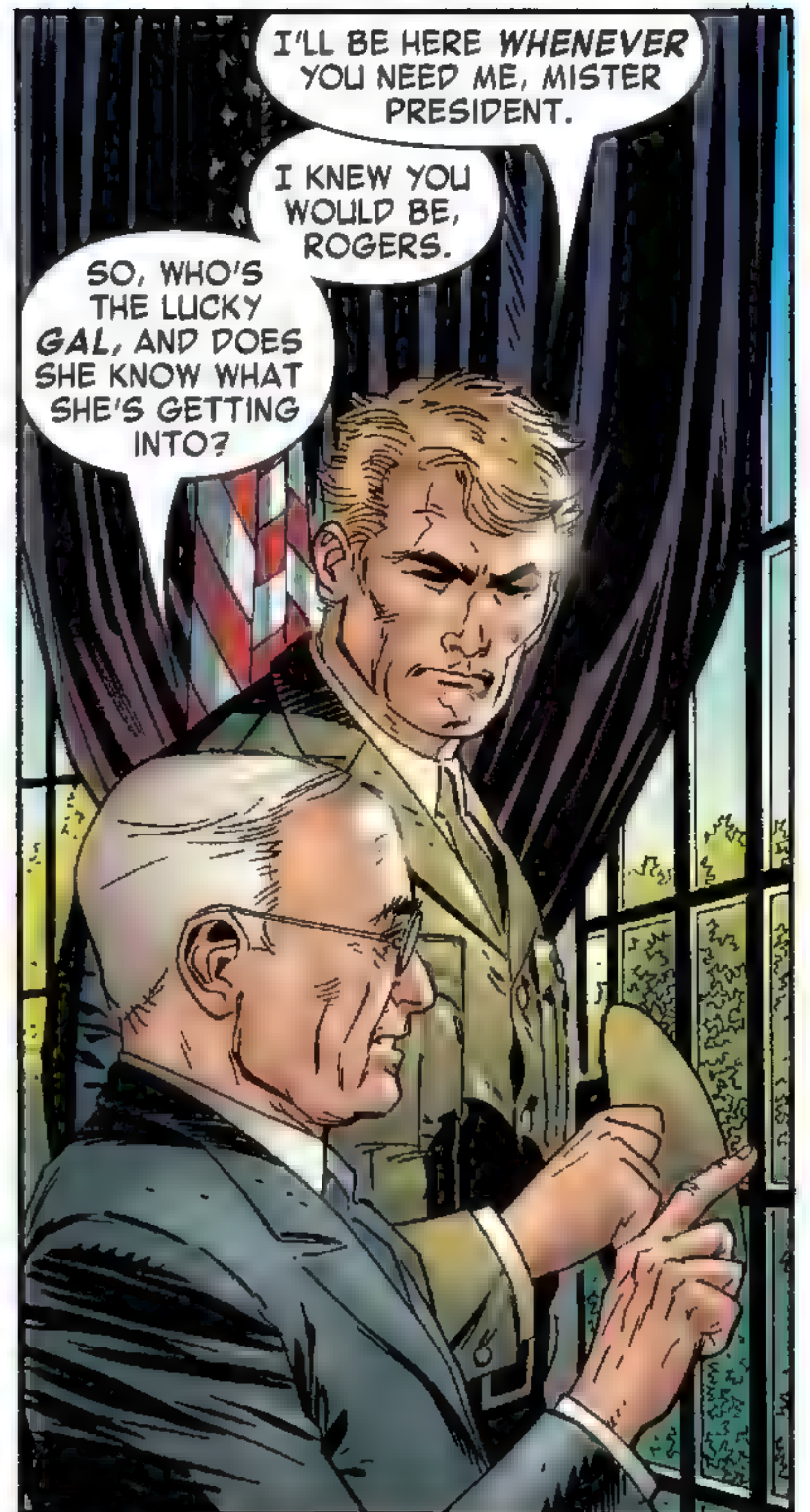
ALWAYS
MODEST,
ROGERS...

IN ANY
CASE, BESS
WOULD BOX MY
EARS RIGHT OFF
MY HEAD IF I DIDN'T
LET HER PERSONAL
HERO TIE THE
KNOT.



BUT
I DO HAVE A
FEW CONCERNS.
AS YOU KNOW, OUR
RELATIONS WITH THE
SOVIETS ARE NOT
GOOD, EVEN AFTER
THE ALLIANCE
WE HAD.

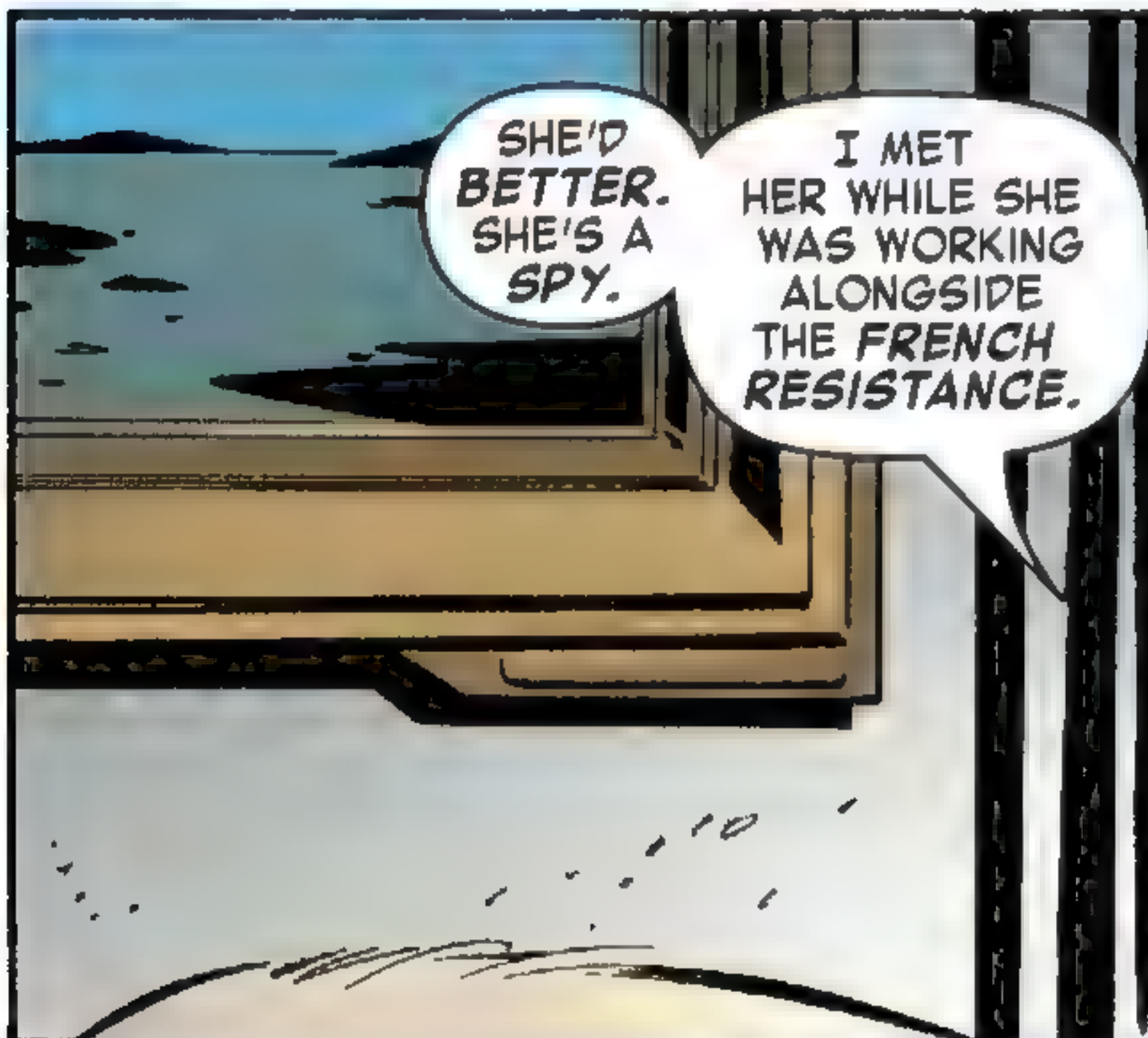
AND,
WHILE I CAN'T SEE
US GOING TO BATTLE
WITH THEM, TENSIONS
ARE GOING TO BE HIGH
THERE FOR SOME TIME,
AND WE MAY NEED TO
CALL ON YOU AGAIN
FROM TIME TO
TIME.



I'LL BE HERE *WHENEVER*
YOU NEED ME, MISTER
PRESIDENT.

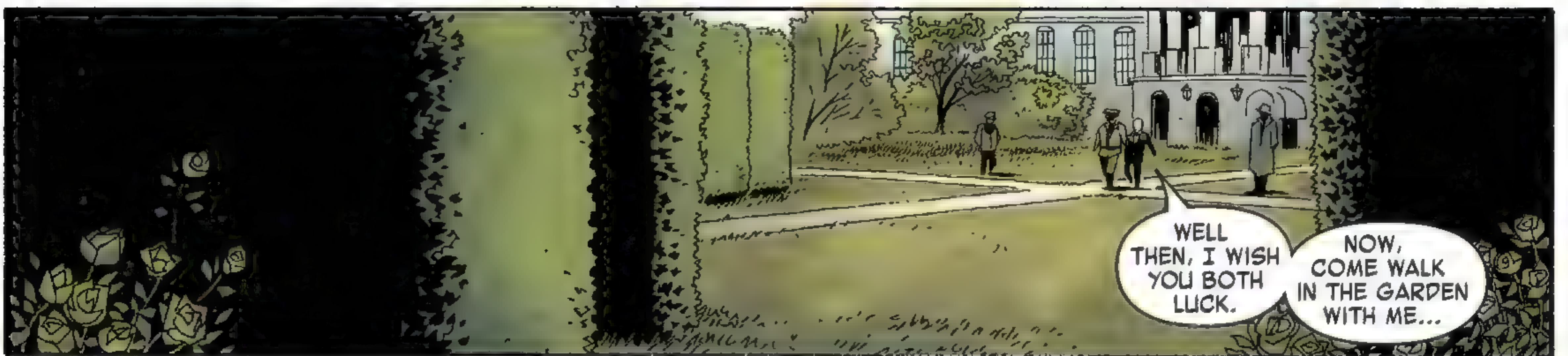
I KNEW YOU
WOULD BE,
ROGERS.

SO, WHO'S
THE LUCKY
GAL, AND DOES
SHE KNOW WHAT
SHE'S GETTING
INTO?



SHE'D
BETTER.
SHE'S A
SPY.

I MET
HER WHILE SHE
WAS WORKING
ALONGSIDE
THE FRENCH
RESISTANCE.



WELL
THEN, I WISH
YOU BOTH
LUCK.

NOW,
COME WALK
IN THE GARDEN
WITH ME...

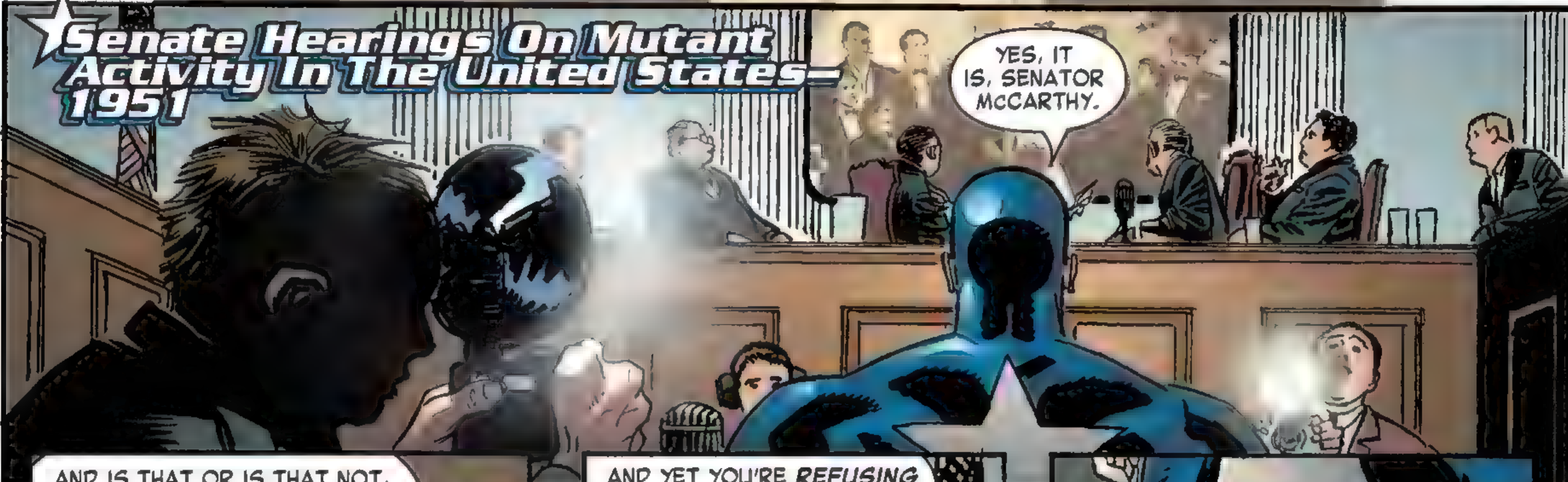


...I WANT TO TALK TO
YOU ABOUT THESE
MUTANTS I'VE
BEEN HEARING
ABOUT.



IS THIS, OR IS THIS NOT, A PHOTOGRAPH FROM YOUR WEDDING, CAPTAIN?

★ Senate Hearings On Mutant Activity In The United States—1951



YES, IT IS, SENATOR MCCARTHY.

AND IS THAT OR IS THAT NOT, PRINCE NAMOR, THE SUB-MARINER AS HE WAS KNOWN DURING THE WAR, STANDING NOT TWO FEET AWAY FROM YOUR BRIDE?

THAT'S NAMOR RIGHT NEXT TO PEGGY, YES.

AND YET YOU'RE REFUSING TO ANSWER OUR QUESTIONS ABOUT THIS...MUTANT.

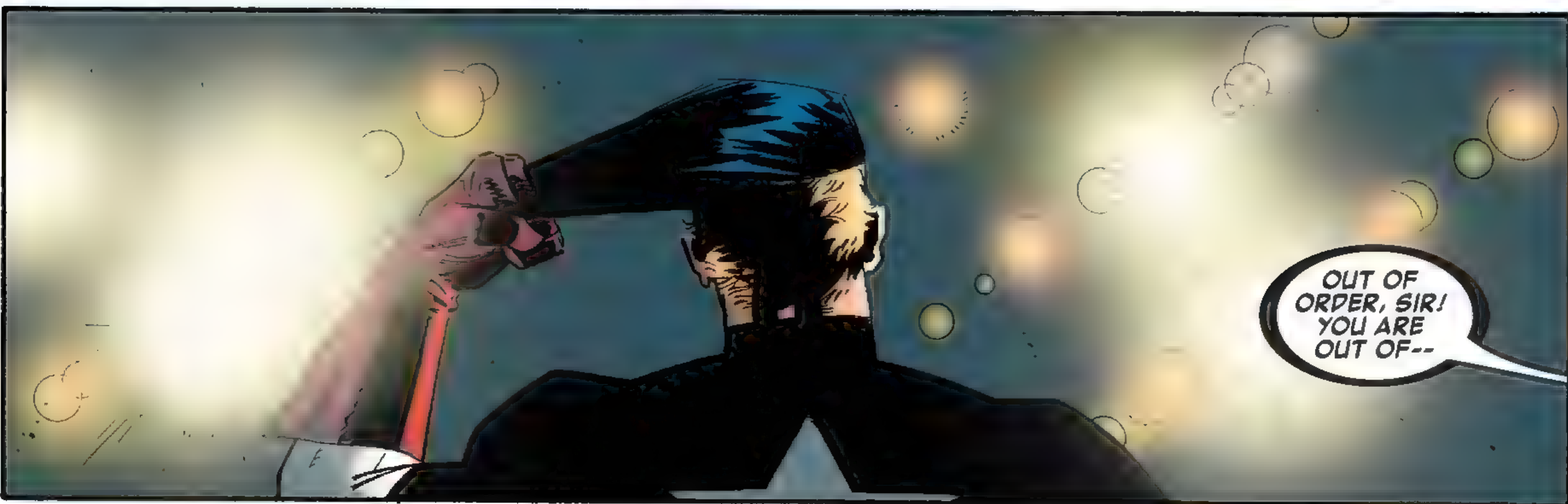
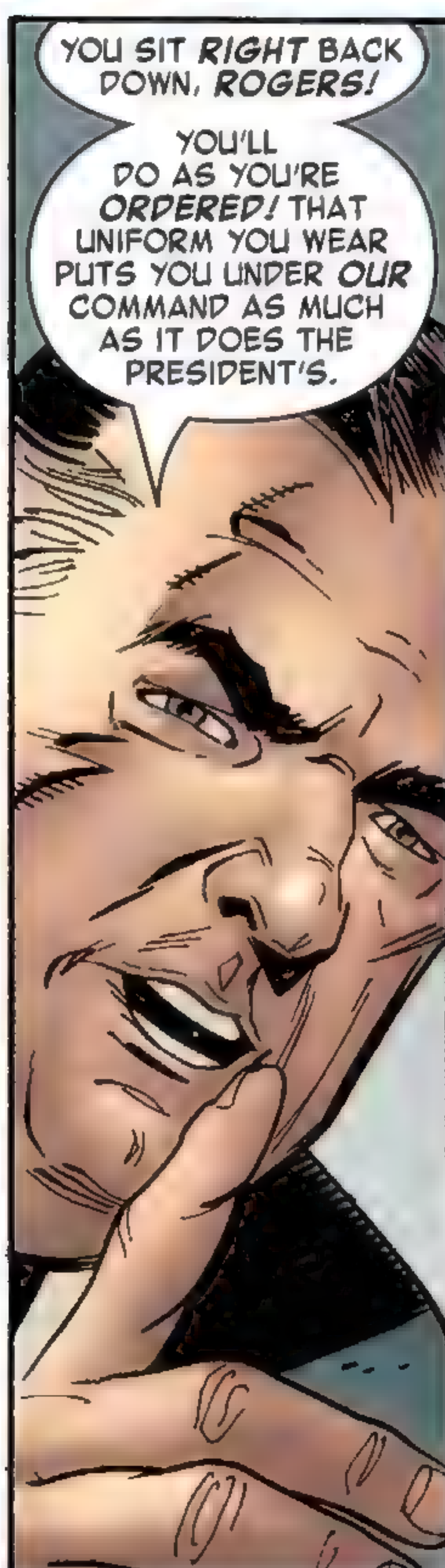
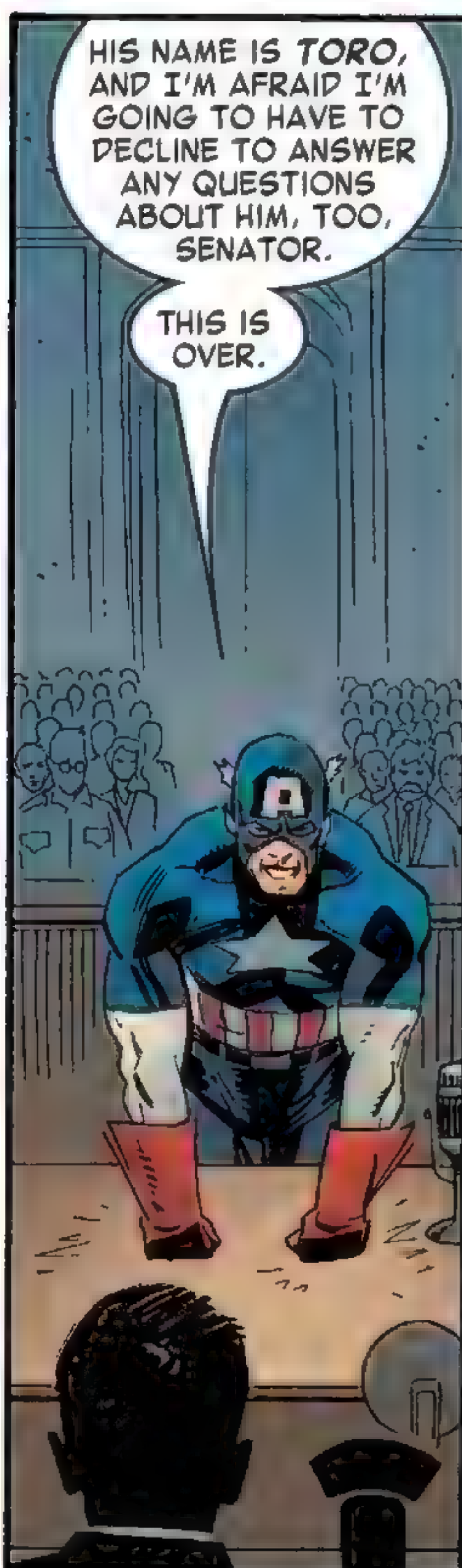
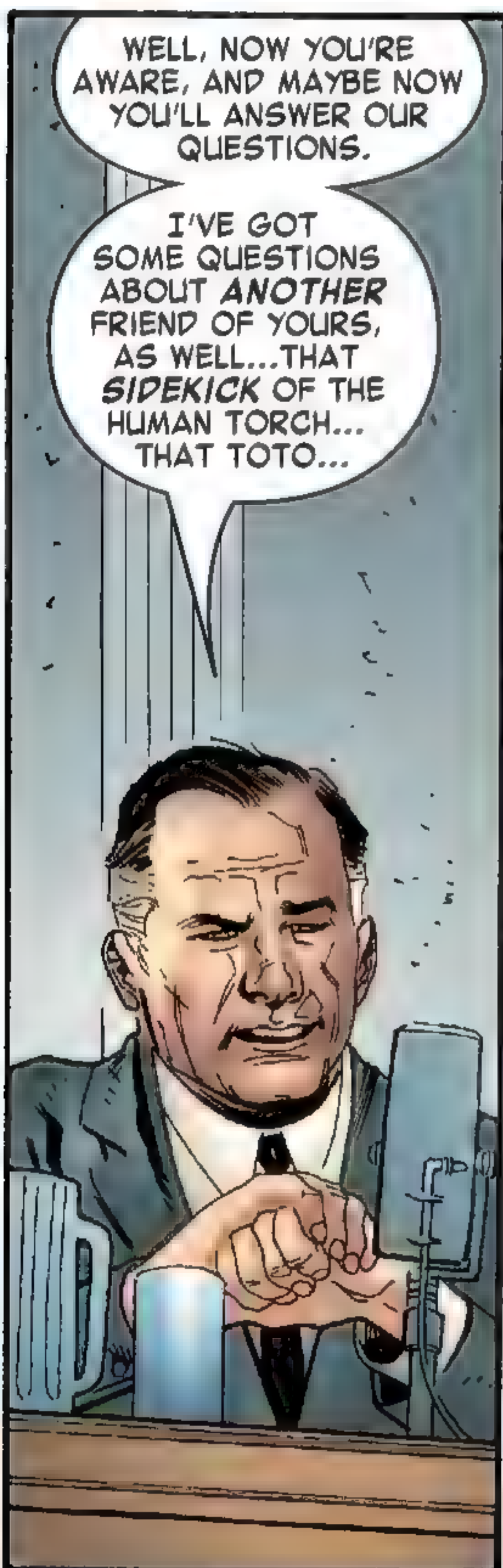
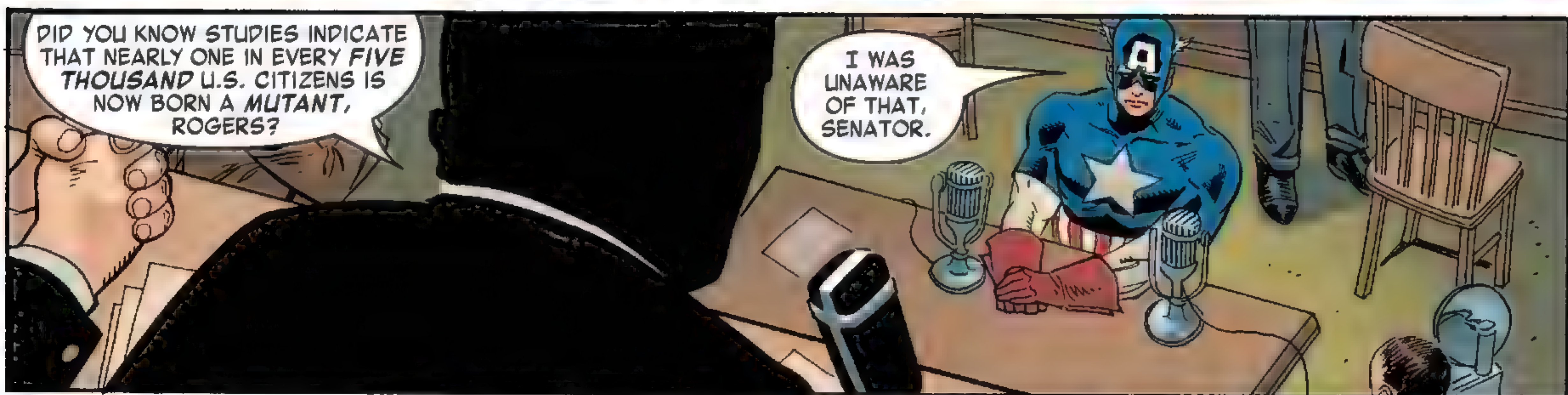
WHILE CLEARLY YOU'VE MAINTAINED A FRIENDSHIP WITH HIM BEYOND YOUR MISSIONS TOGETHER DURING THE WAR.

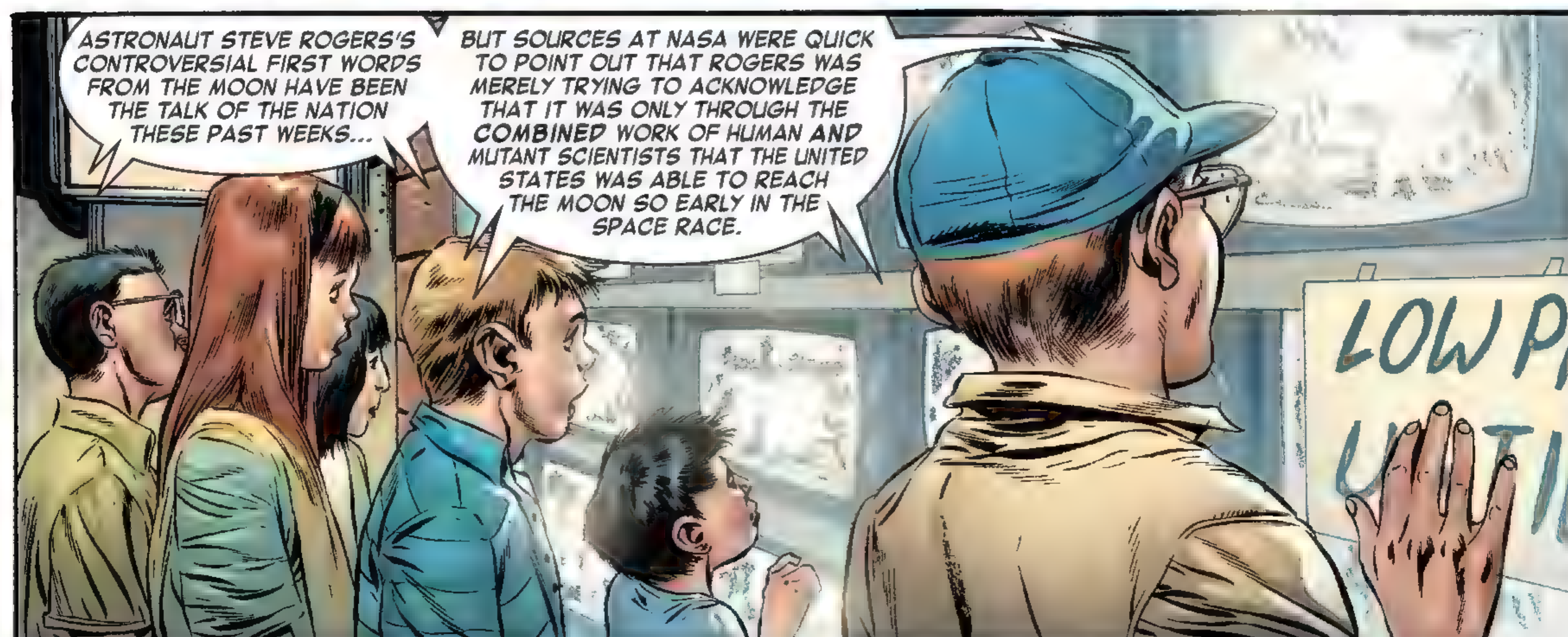
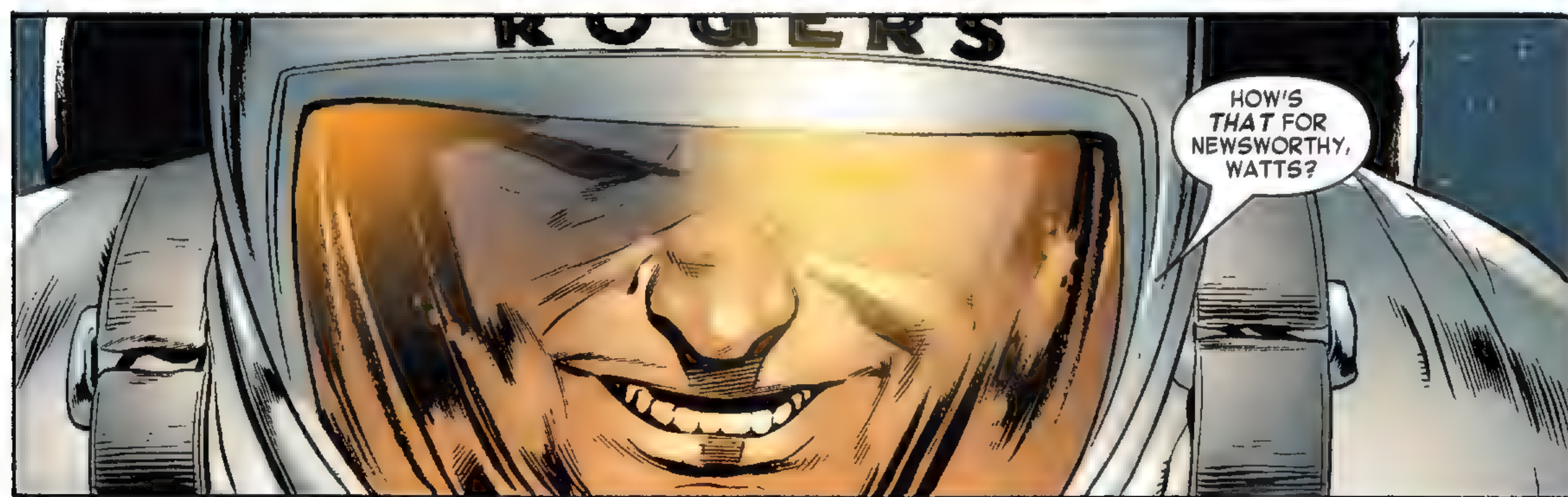
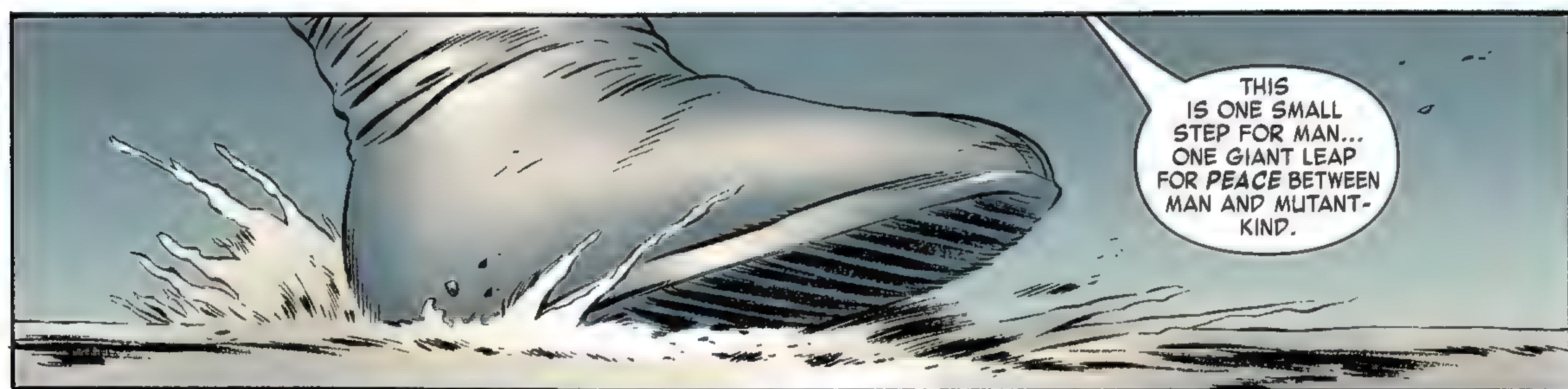
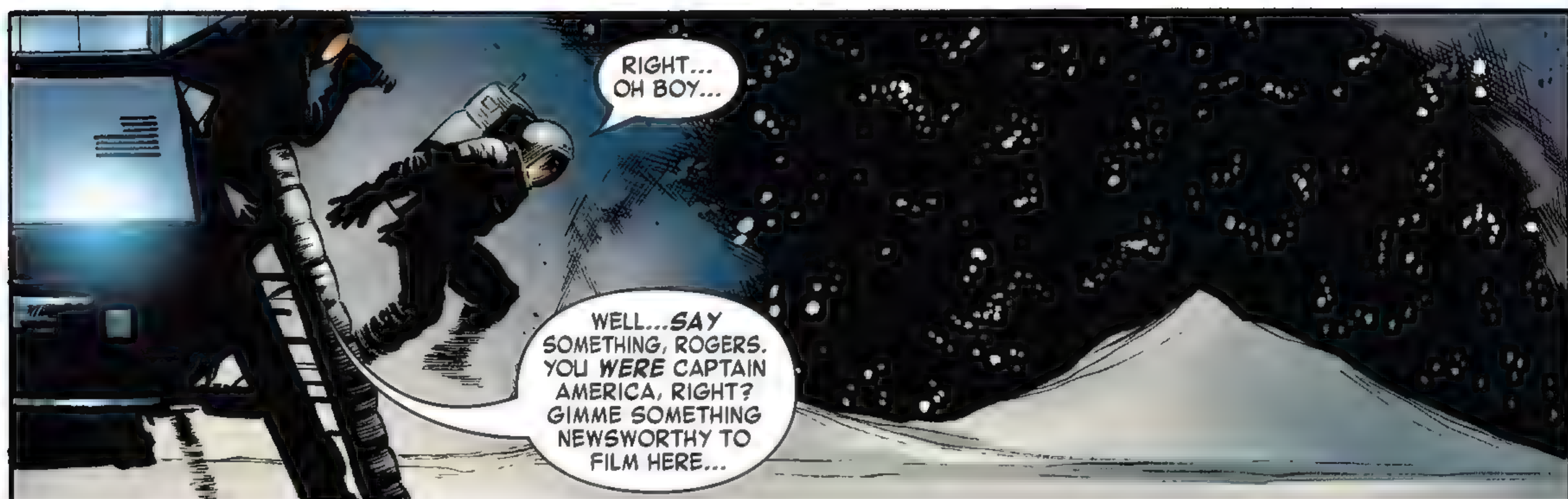
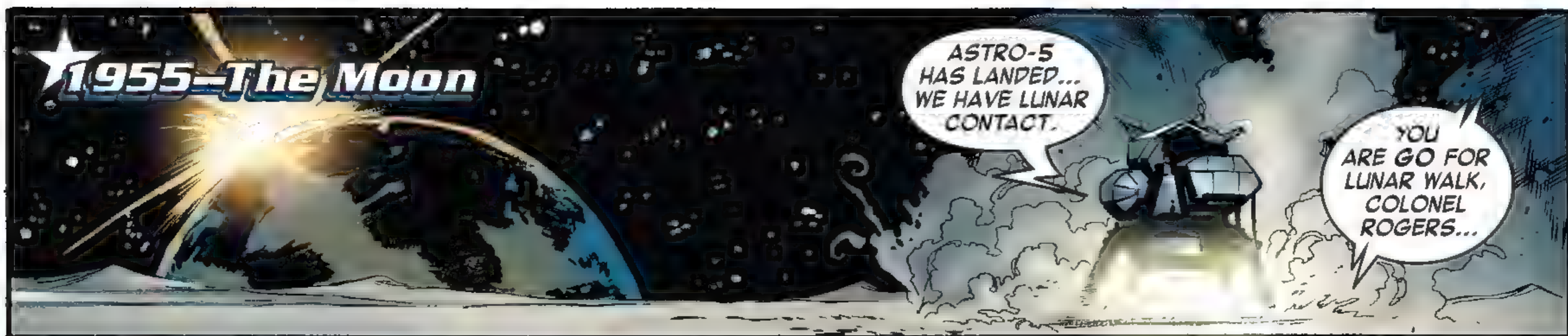
I'M NOT ENTIRELY CLEAR WHY I'M BEING QUESTIONED ABOUT NAMOR AT ALL, SENATOR. MAYBE THAT'S THE PROBLEM?

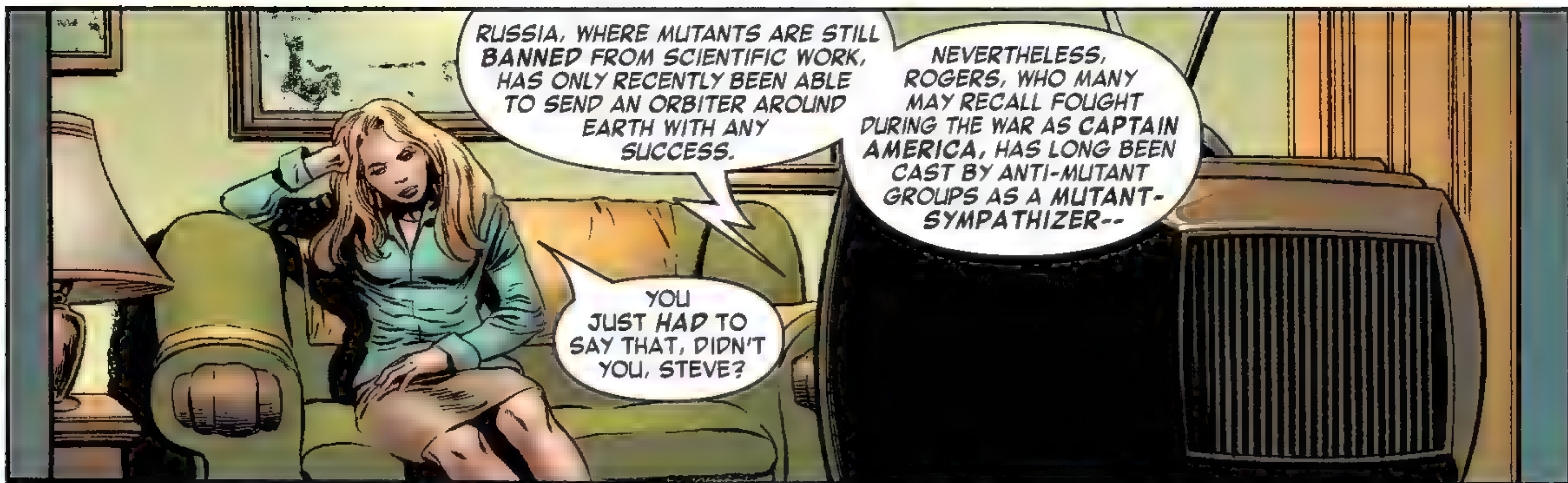
YOU'RE OUT OF ORDER, CAPTAIN. WE'RE ASKING THE QUESTIONS HERE, NOT YOU.

NOW, UNLESS YOU'VE BEEN SLEEPING THROUGH THE LAST SEVERAL YEARS, YOU'LL HAVE SEEN THE REPORTS OF MUTANT ACTIVITY IN THIS COUNTRY...









RUSSIA, WHERE MUTANTS ARE STILL BANNED FROM SCIENTIFIC WORK, HAS ONLY RECENTLY BEEN ABLE TO SEND AN ORBITER AROUND EARTH WITH ANY SUCCESS.

NEVERTHELESS, ROGERS, WHO MANY MAY RECALL FOUGHT DURING THE WAR AS CAPTAIN AMERICA, HAS LONG BEEN CAST BY ANTI-MUTANT GROUPS AS A MUTANT-SYMPATHIZER--

YOU JUST HAD TO SAY THAT, DIDN'T YOU, STEVE?



STOP, PEGGY.

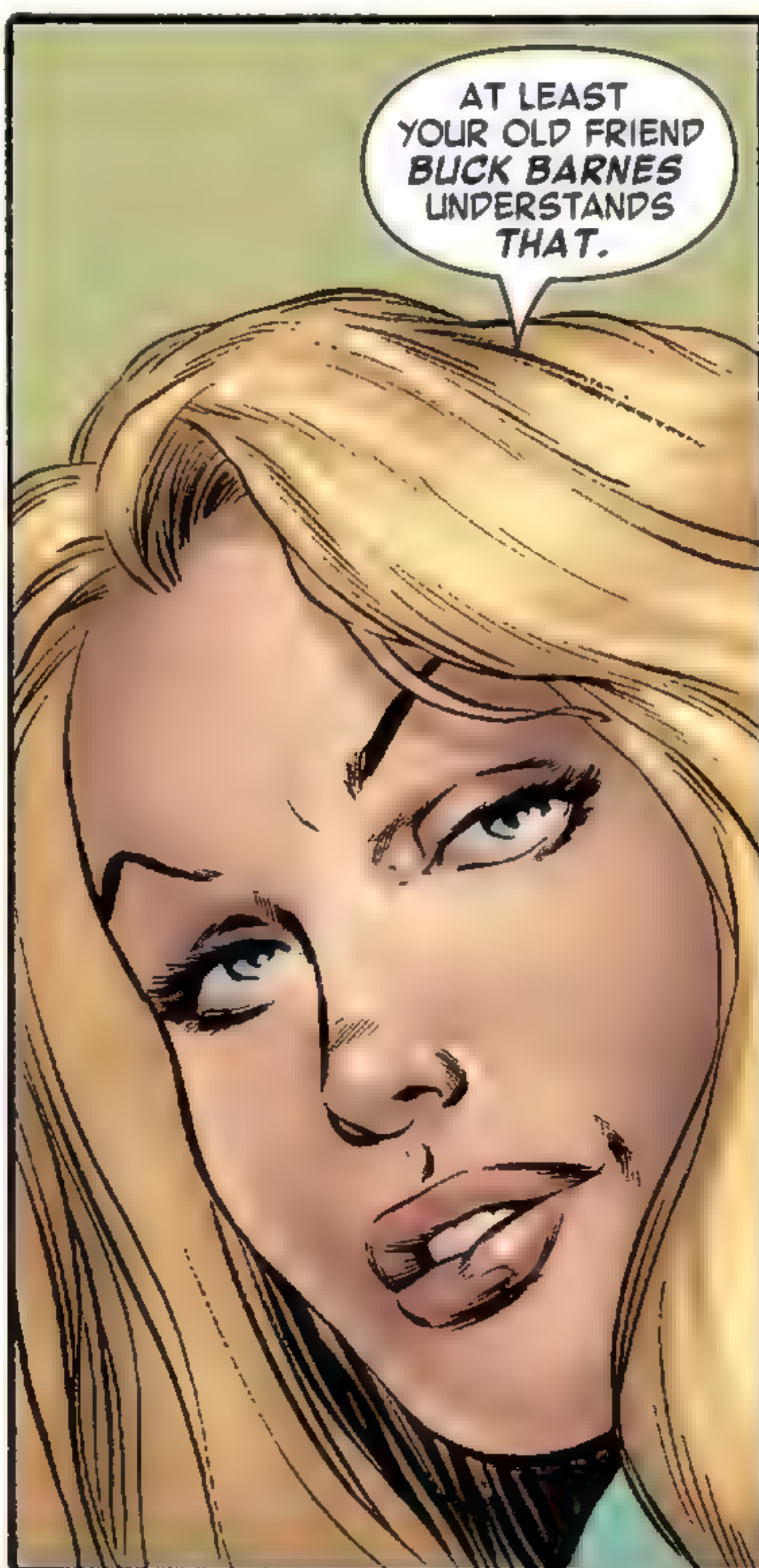
YOU CAN NEVER JUST LEAVE WELL ENOUGH ALONE.

DO YOU REALIZE WHAT THEY'RE GOING TO SAY TO ME AT THE OFFICE NOW?



WHAT, IS YOUR AGENCY SPYING ON **MUTANTS** NOW, INSTEAD OF OUR ENEMIES? THESE PEOPLE ARE AMERICAN CITIZENS, YOU KNOW?

S.H.I.E.L.D. KEEPS AN EYE ON A LOT OF PEOPLE, STEVE... AT HOME AND ABROAD.



AT LEAST YOUR OLD FRIEND **BUCK BARNES** UNDERSTANDS THAT.



WHAT? BUCKY'S WORKING FOR S.H.I.E.L.D. NOW?

YOU COULD'VE BEEN, TOO, STEVE. BUT NOOOO...THE GREAT CAPTAIN AMERICA HAS TO GET ALL HIS OLD MILITARY FRIENDS TO **PULL STRINGS** SO HE CAN BE AN **ASTRONAUT**...



...EVEN AFTER HE EMBARRASSES HIMSELF IN FRONT OF THE WHOLE **SENATE**.

**New York City—
1957**

...I WOULD'VE THOUGHT
YOU TWO'D GO THE
DISTANCE.

ME TOO, BUCK...IT'S JUST, THINGS
CHANGE. SHE *NEVER* WANTED
TO BE AN ASTRONAUT'S
WIFE.

AND SHE WAS NEVER TOO
THRILLED WITH THE WAY
I GAVE UP THE MASK,
EITHER.

THAT SHOCKED A LOT
OF PEOPLE, STEVE,
ME INCLUDED. I
TOLD YOU THAT
THEN...

I WAS
SORRY TO
HEAR ABOUT
YOU AND
PEGGY...

BAR

SURE,
BUT WHAT WOULD
YOU HAVE DONE IF
THEY ASKED YOU TO
TESTIFY AGAINST
TORO FOR SIMPLY
BEING WHO
HE IS?

I DON'T KNOW. *PROBABLY*
THE SAME THING YOU DID...
BUT IT'S HARD TO
SAY...

LUCKILY,
THEY DIDN'T
ASK ME.



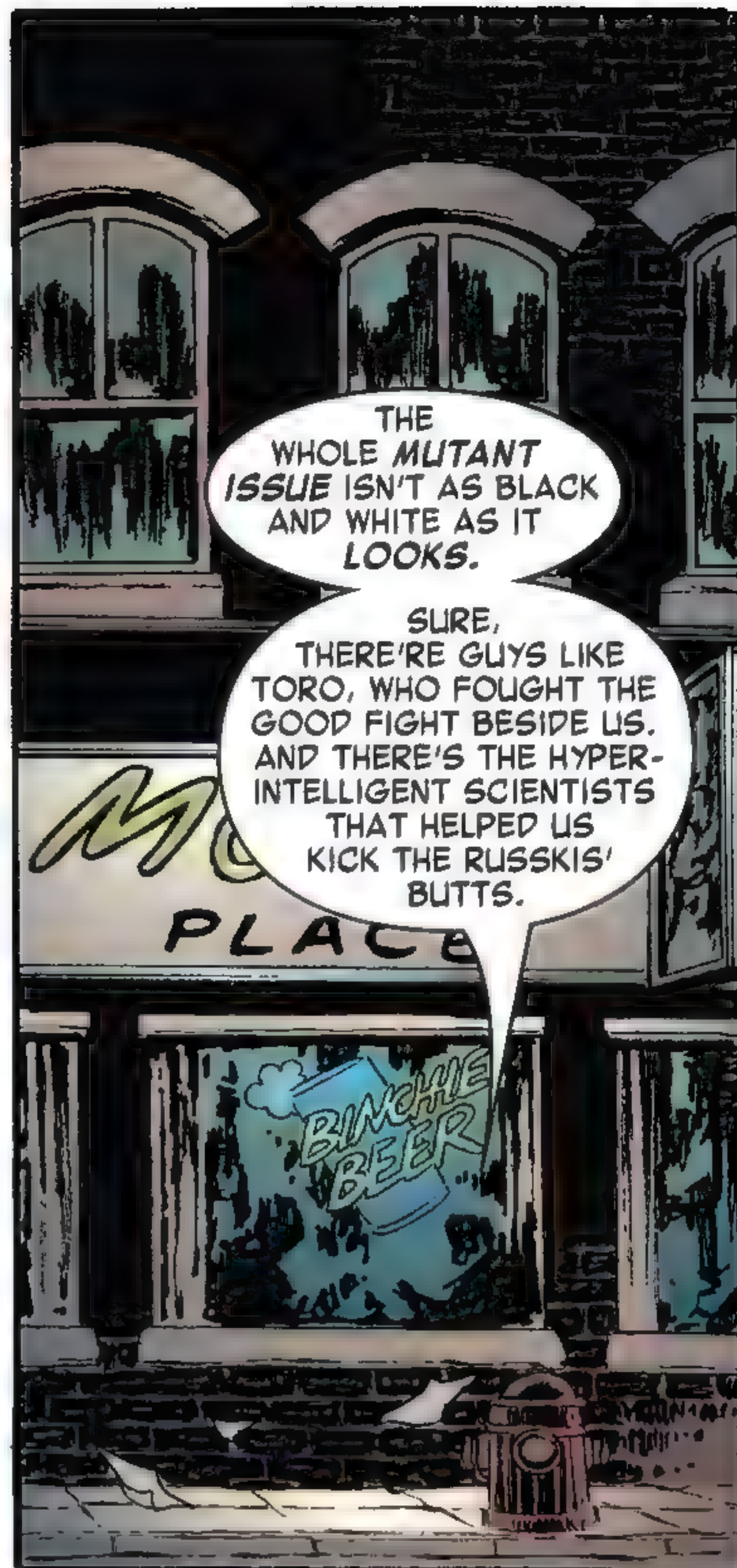
DON'T TELL ME WORKING FOR S.H.I.E.L.D. HAS TURNED YOU PARANOID ABOUT MUTANTS, TOO?

TORO WAS YOUR BEST FRIEND.



SURE HE WAS, STEVE...BUT THAT WAS A DIFFERENT WORLD.

AND LIKE YOU SAID, THINGS CHANGE.



THE WHOLE MUTANT ISSUE ISN'T AS BLACK AND WHITE AS IT LOOKS.

SURE, THERE'RE GUYS LIKE TORO, WHO FOUGHT THE GOOD FIGHT BESIDE US. AND THERE'S THE HYPER-INTELLIGENT SCIENTISTS THAT HELPED US KICK THE RUSSKIS' BUTTS.



BUT IN EASTERN EUROPE, YOU'VE GOT SOME MUTANT RIGHTS GROUPS THAT ARE ESSENTIALLY TERRORISTS...

THERE ARE HUMAN TERRORISTS IN THE WORLD TOO, BUCKY. TERROR ISN'T EXCLUSIVE.



SURE, EXCEPT WITH THESE MUTANTS, THEY DON'T PLANT BOMBS...

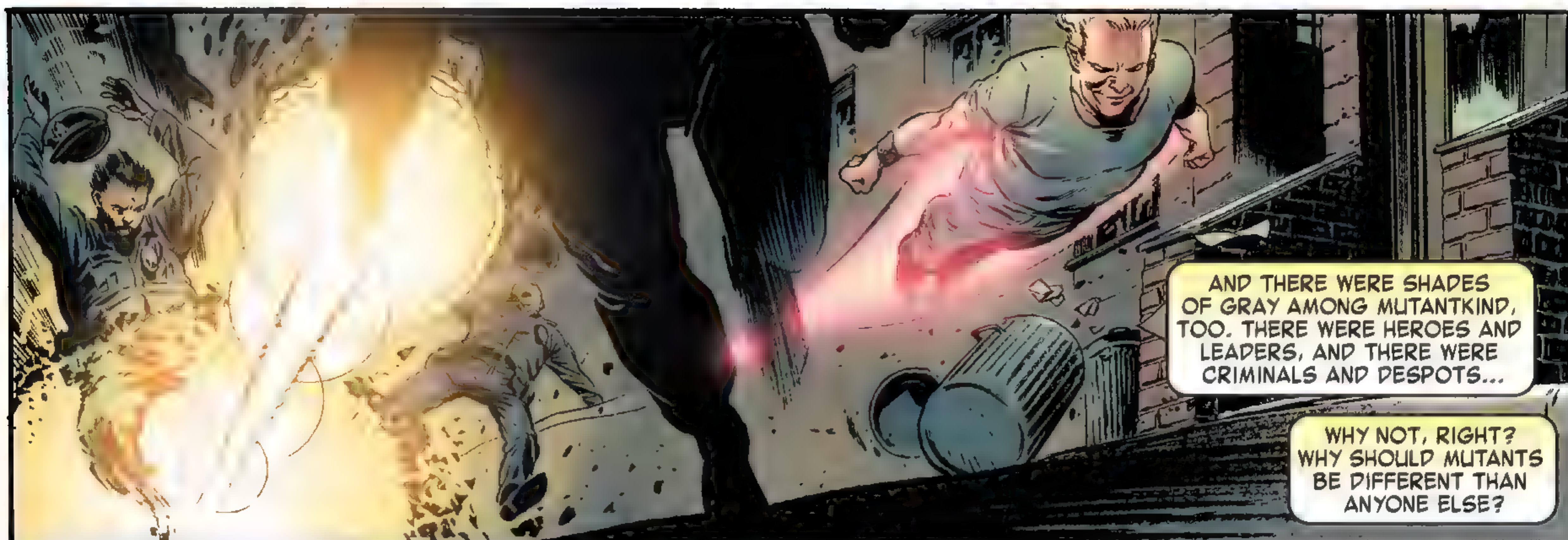


...THEY ARE THE BOMBS.



AND OF COURSE, AS THE DECADES PASSED, BUCK'S WORDS STAYED WITH ME... AND THERE WAS A LOT OF TRUTH IN THEM.

THE MUTANT ISSUE WASN'T BLACK AND WHITE...IT WAS ABOUT POLITICS AND PREJUDICE AND FEAR...IT WAS ABOUT SHADES OF GRAY.



AND THERE WERE SHADES OF GRAY AMONG MUTANTKIND, TOO. THERE WERE HEROES AND LEADERS, AND THERE WERE CRIMINALS AND DESPOTS...

WHY NOT, RIGHT? WHY SHOULD MUTANTS BE DIFFERENT THAN ANYONE ELSE?



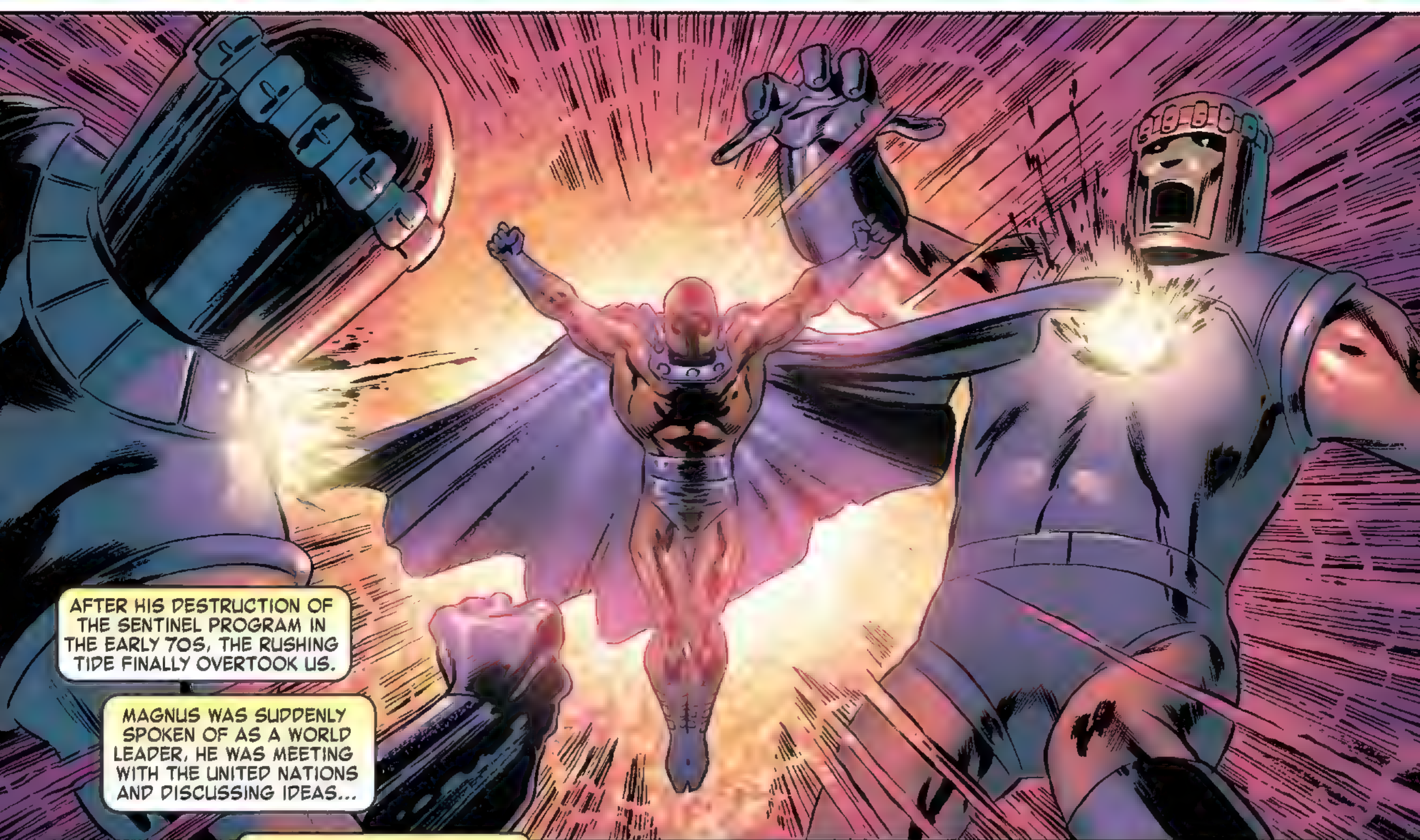
AND WHILE I SPOKE FOR EQUAL RIGHTS FOR ALL PEOPLE, REGARDLESS OF RACE, CREED, COLOR, OR GENETICS...

I ALSO BORE WITNESS TO A CHANGING WORLD, AS THE MUTANT POPULATION EXPLOSION BECAME SOMETHING UNDENIABLE.

REGARDLESS OF HOW MANKIND FELT, IT WAS CLEAR WE WOULD SOON BE A MINORITY...



AND IN THIS PERIOD OF CHANGE, ONE MUTANT ROSE TO PROMINENCE...MAGNUS.



AFTER HIS DESTRUCTION OF THE SENTINEL PROGRAM IN THE EARLY 70S, THE RUSHING TIDE FINALLY OVERTOOK US.

MAGNUS WAS SUDDENLY SPOKEN OF AS A WORLD LEADER, HE WAS MEETING WITH THE UNITED NATIONS AND DISCUSSING IDEAS...



...AND MAYBE IT WAS THE STUBBORN OLD WARHORSE IN ME, BUT MAGNUS'S VISION OF THE FUTURE, HIS IDEAS FOR PEACE, THEY DIDN'T SIT WELL WITH ME. AND PERHAPS FOOLISHLY, I SAID SO...

--WE'RE WATCHING AS LEADERS ALL OVER THE WORLD ARE FALLING INTO LINE, FALLING ALL OVER THEMSELVES TO AGREE WITH MAGNUS...



YOU ALL KNOW THAT I BEAR NO ILL-WILL TOWARD MUTANTS...I JUDGE MAN AND MUTANT ALIKE BY THEIR DEEDS AND THEIR WORDS...

AND I TELL YOU RIGHT HERE AND NOW, THAT IN MAGNUS'S WORDS I HEAR ECHOES OF MEN I'VE FACED BEFORE, MEN LIKE MUSSOLINI AND STALIN...



...MEN LIKE HITLER!



I SUPPOSE I SHOULDN'T HAVE BEEN SURPRISED WHEN I WAS FORCED TO TAKE AN EARLY RETIREMENT FROM THE AIR FORCE SOON AFTER THAT SPEECH.

IT TURNED OUT THAT MAGNUS HAD ALREADY GOTTEN MUCH FARTHER INSIDE THE SYSTEM THAN ANYONE REALIZED, AND DISSENT WAS NOT GOING TO BE TOLERATED...



IT'S AMAZING HOW QUICKLY
THE WORLD CAN PASS YOU BY,
CAN MAKE YOU IRRELEVANT.

FROM THEN ON, THE ONLY PEOPLE
INTERESTED IN TALKING TO ME WERE
THE RADICAL HUMAN-SEPARATIST
MOVEMENTS, AND I WANTED
NOTHING TO DO WITH THEM.

IT WASN'T ABOUT KEEPING
MUTANTS AND HUMANS APART,
IT WAS ABOUT MAKING SURE
THE PEOPLE IN CHARGE WEREN'T
SELLING US OUT...BUT NO
ONE WOULD LISTEN.

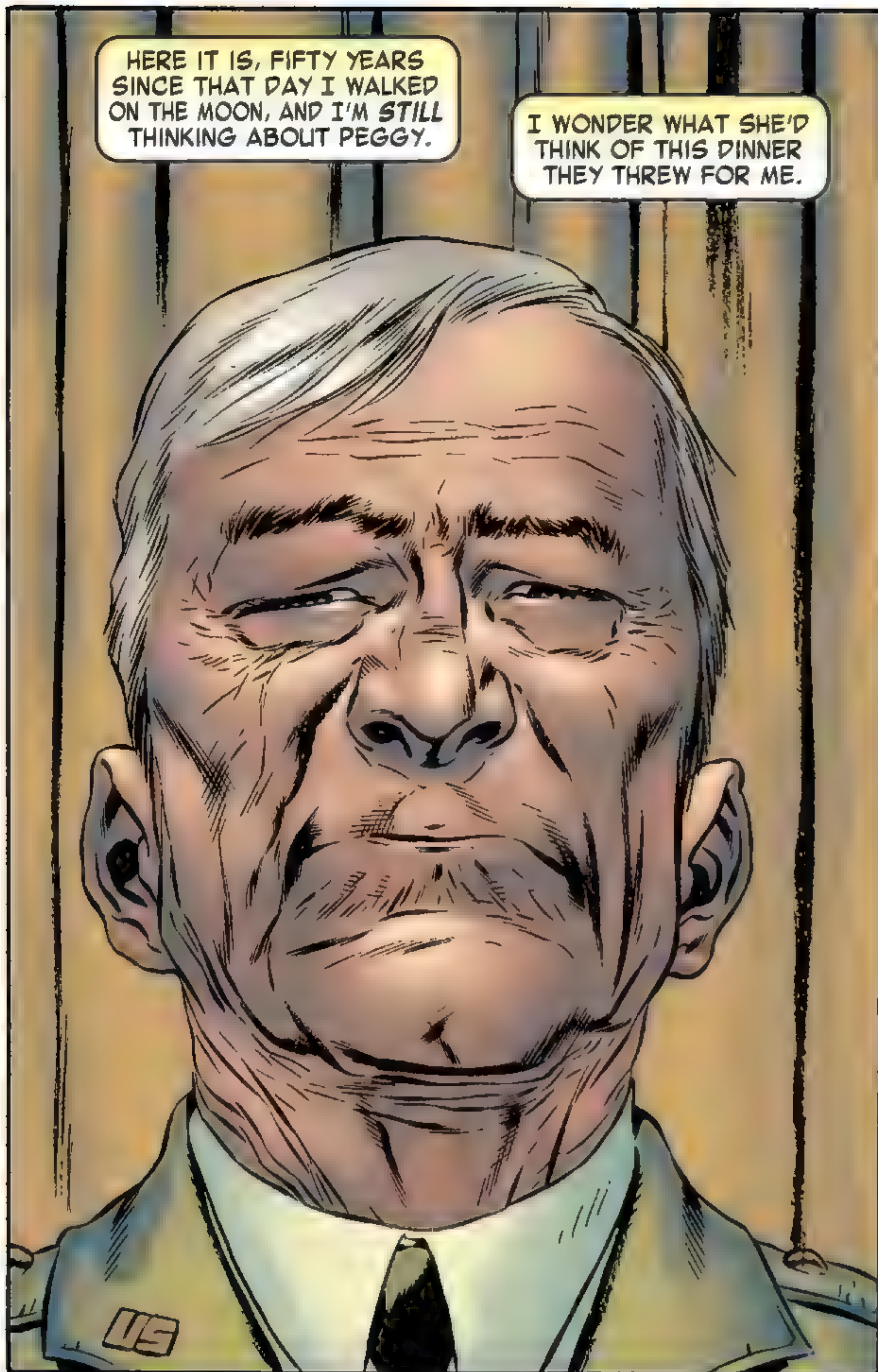
IN THE LATE 70S, WHEN BUCKY
WAS KILLED IN THE LINE OF
DUTY, I WAS **NOT** ALLOWED
TO SPEAK AT HIS FUNERAL.

I WAS NEVER EVEN TOLD THE
CIRCUMSTANCES OF HIS DEATH,
THOUGH READING BETWEEN THE
LINES, IT SEEMED CLEAR IT
HAD SOMETHING TO DO WITH A
S.H.I.E.L.D. OP ON GENOSHA.



AND S.H.I.E.L.D. WOULD
SOON BE YET ANOTHER
ARM OF MAGNUS'S WORLD,
WHICH I DOUBT BUCK
WOULD'VE FOUND IRONIC.

MAYBE IT WAS
ALREADY STARTING
THEN...PEGGY WASN'T
EVEN AT THE FUNERAL...



HERE IT IS, FIFTY YEARS SINCE THAT DAY I WALKED ON THE MOON, AND I'M *STILL* THINKING ABOUT PEGGY.

I WONDER WHAT SHE'D THINK OF THIS DINNER THEY THREW FOR ME.



PROBABLY WOULDN'T BE TOO IMPRESSED-- THOUGH AT LEAST NAMOR'S SON SHOWED UP. SHE'D'VE LIKED TO MEET HIM, I BET.



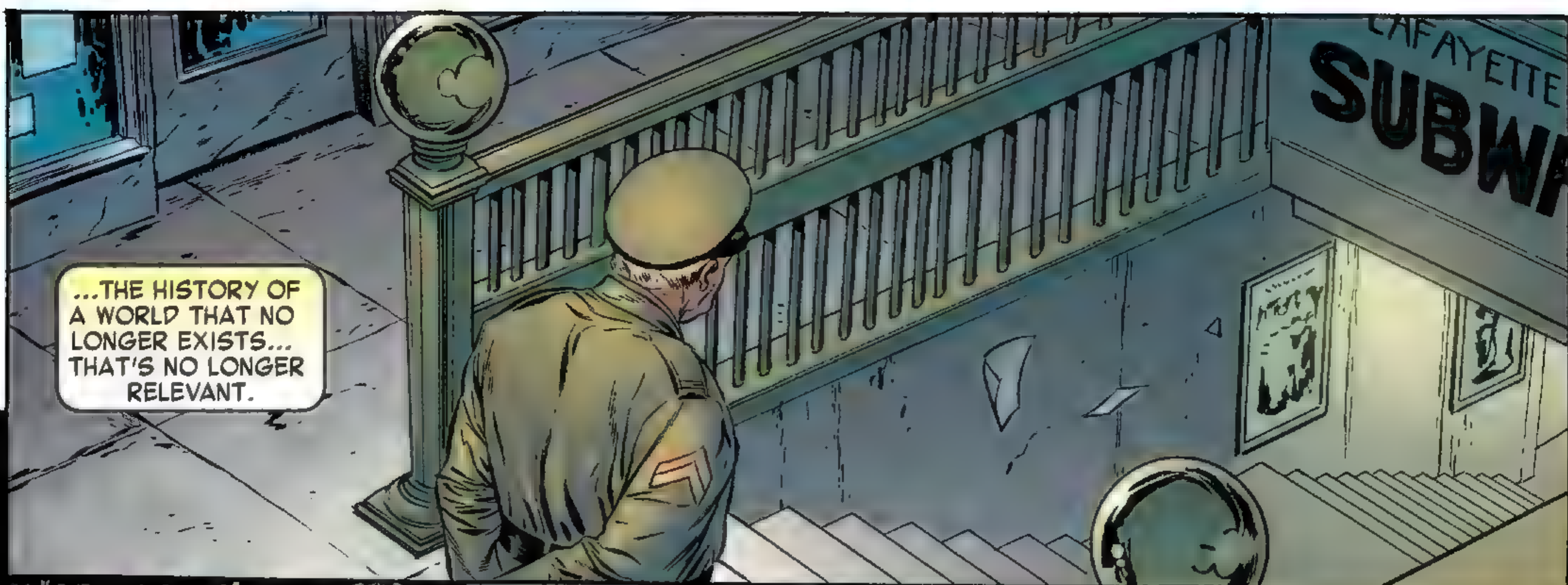
BUT ME, WHAT CAN I SAY HERE?

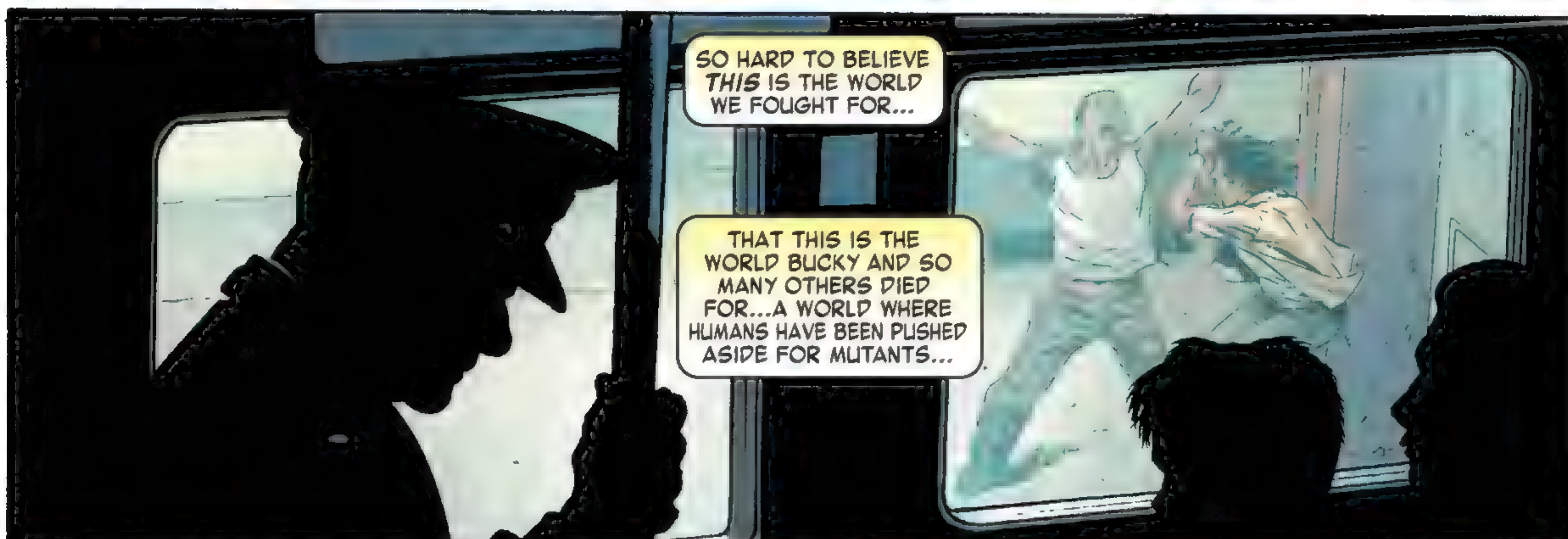
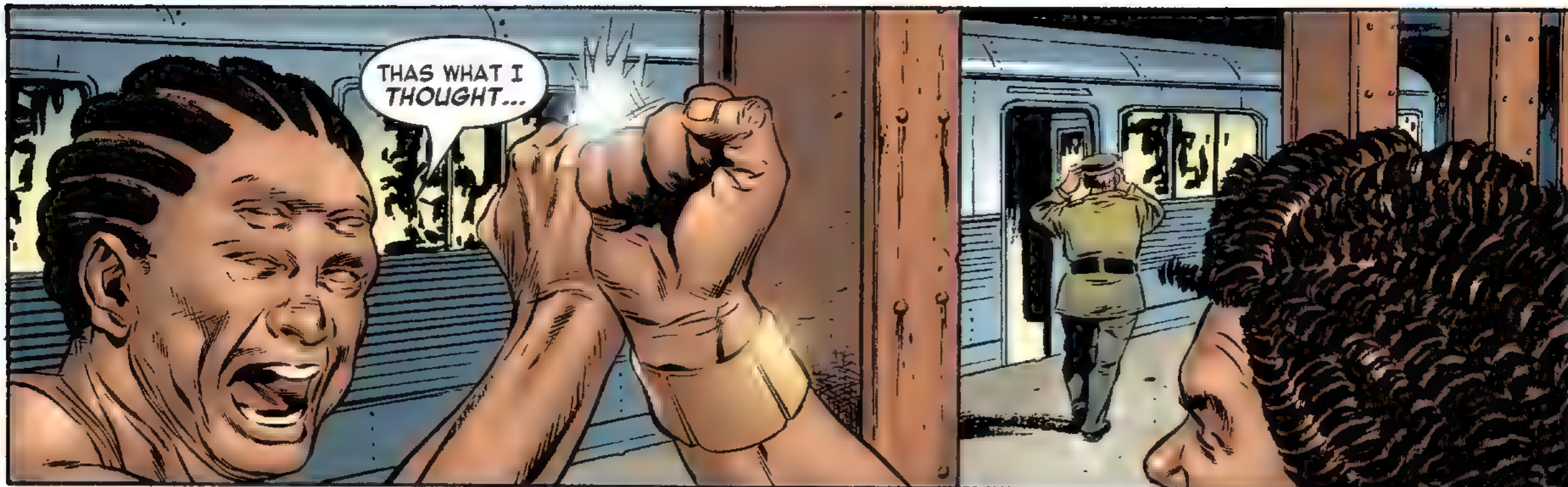
I CAPTURED ADOLF HITLER IN HIS BUNKER...I WALKED ON THE MOON...

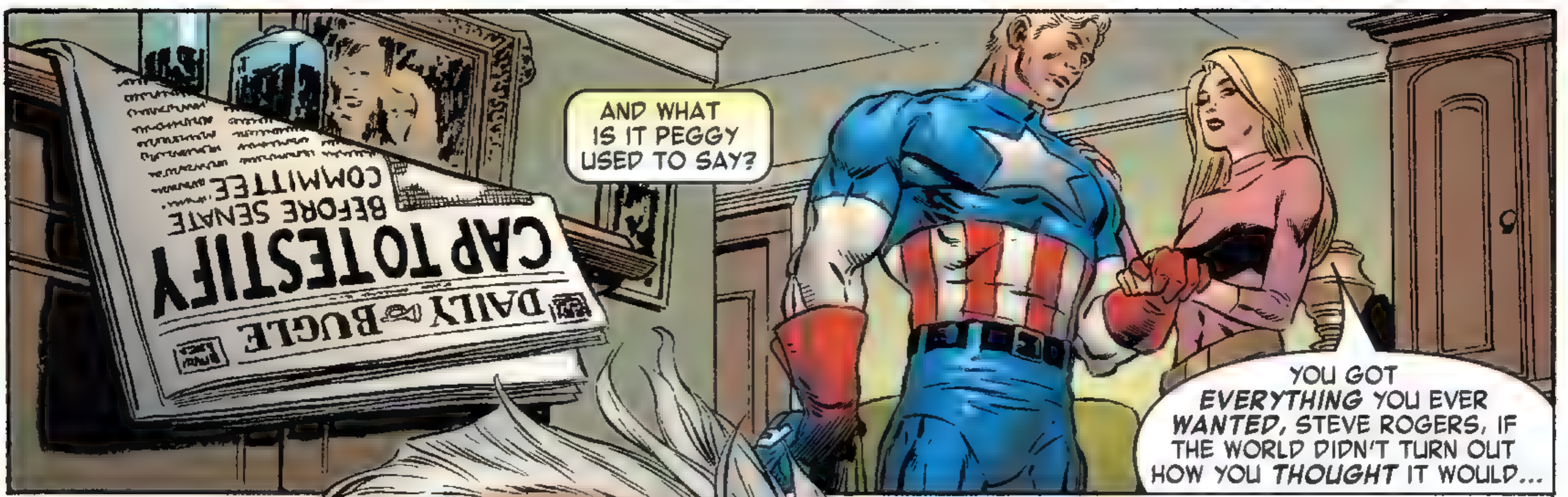
IN THE END, THERE'S NOT MUCH MORE TO DO THAN THANK THE PEOPLE WHO WALKED BESIDE ME, THOSE WHO TRIUMPHED AND THOSE WHO FELL.



ALL THE REST ARE JUST LEAVES SCATTERED TO THE WINDS OF HISTORY...





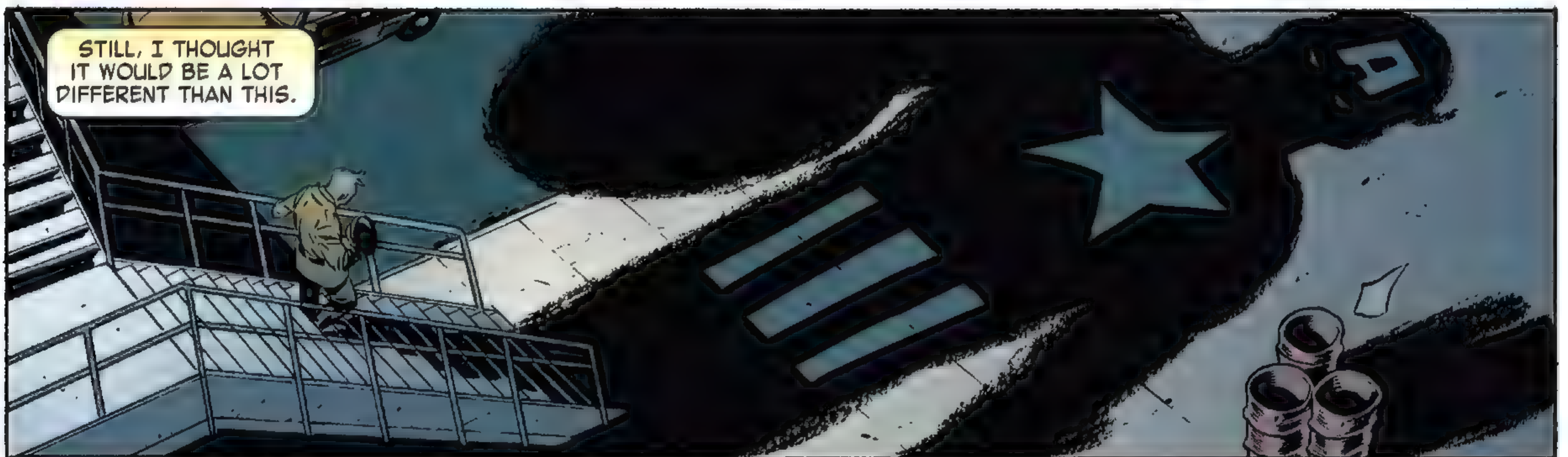


AND WHAT IS IT PEGGY USED TO SAY?

YOU GOT EVERYTHING YOU EVER WANTED, STEVE ROGERS, IF THE WORLD DIDN'T TURN OUT HOW YOU THOUGHT IT WOULD...



...WELL, THAT'S JUST LIFE...



STILL, I THOUGHT IT WOULD BE A LOT DIFFERENT THAN THIS.



★THE END



CAPTAIN AMERICA #18
"TWENTY-FIRST CENTURY BLITZ" PART ONE OF FOUR



Hamburg, Germany
Two Months Ago...



CHFF

UTT--



<LIKE THAT, YOU
PAKIRAQISTANI!?'>

<YOU
DON'T BELONG
HERE!?'>



<NONE OF
YOU FREAKING
SAND-PEOPLE
DO!?'>



WHICH ONE
IS HE?

THE ONE
WITH THE BIG
MOUTH. THE
OTHERS ARE
HIS CREW.



ALL RIGHT...
DO IT.

IT'S
DONE.



THIS IS A WASTE OF TIME. LOOK AT HIM... A MINDLESS RACIST.

NO...HE'S A SOLDIER LOOKING FOR A CAUSE TO BELIEVE IN.



TRUST ME... I WAS RIGHT ABOUT THE TRIP TO LATVERIA, WASN'T I?

TRUE... I STILL DON'T SEE THE POINT OF THIS, THOUGH... HASN'T ANOTHER ALREADY CLAIMED THE NAME?

NOT WITH MY PERMISSION...



AND I'VE ALREADY GOT SOLDIERS...KRONAS' PRIVATE SECURITY FORCE ARE THE FINEST-TRAINED MEN IN THE WORLD.

YES, AND EASILY TRACED BACK TO US...WE NEED MEN WHO WON'T BE, WHO'LL BE JUST AS LOYAL.



I'VE DONE TOO MUCH DAMAGE, OR YOU WOULDN'T NEED REMINDING OF THAT.

YOU MAY HAVE GAINED GROUND, SKULL, BUT I'M STILL IN THIS BATTLE...



YES...BUT I NEVER SLEEP IN HERE, ALEK, SO IT IS ONLY A MATTER OF TIME...

I'LL KILL MYSELF FIRST. AND SPLATTER YOU ACROSS THE WALLS WITH ME.



SO DRAMATIC... I ALWAYS LOVED THAT ABOUT YOU RUSSIANS.

IT'S A PROMISE, MONSTER.



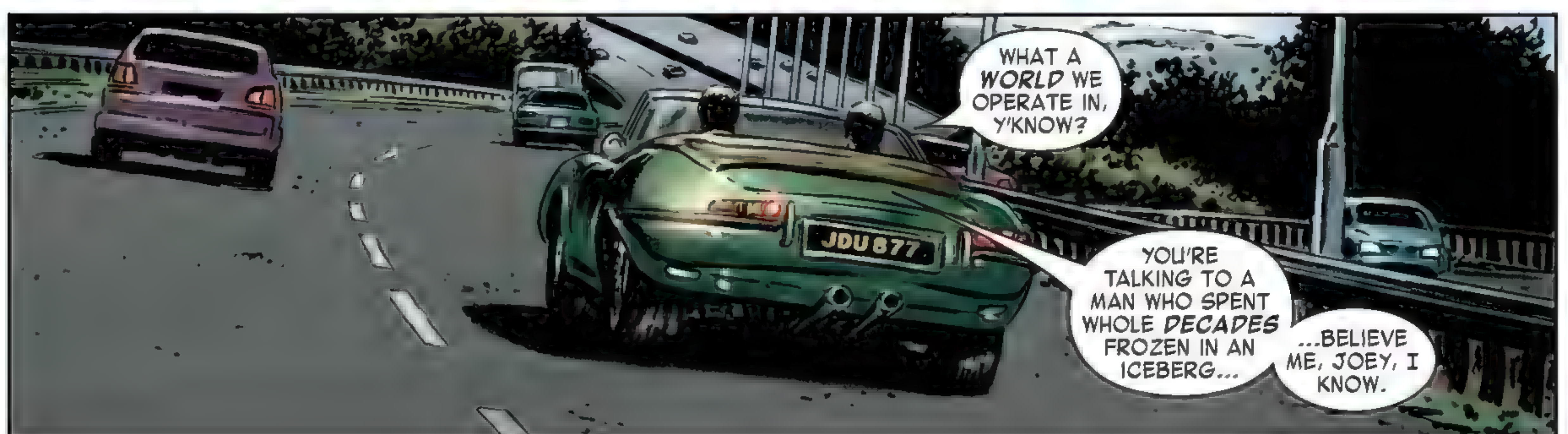
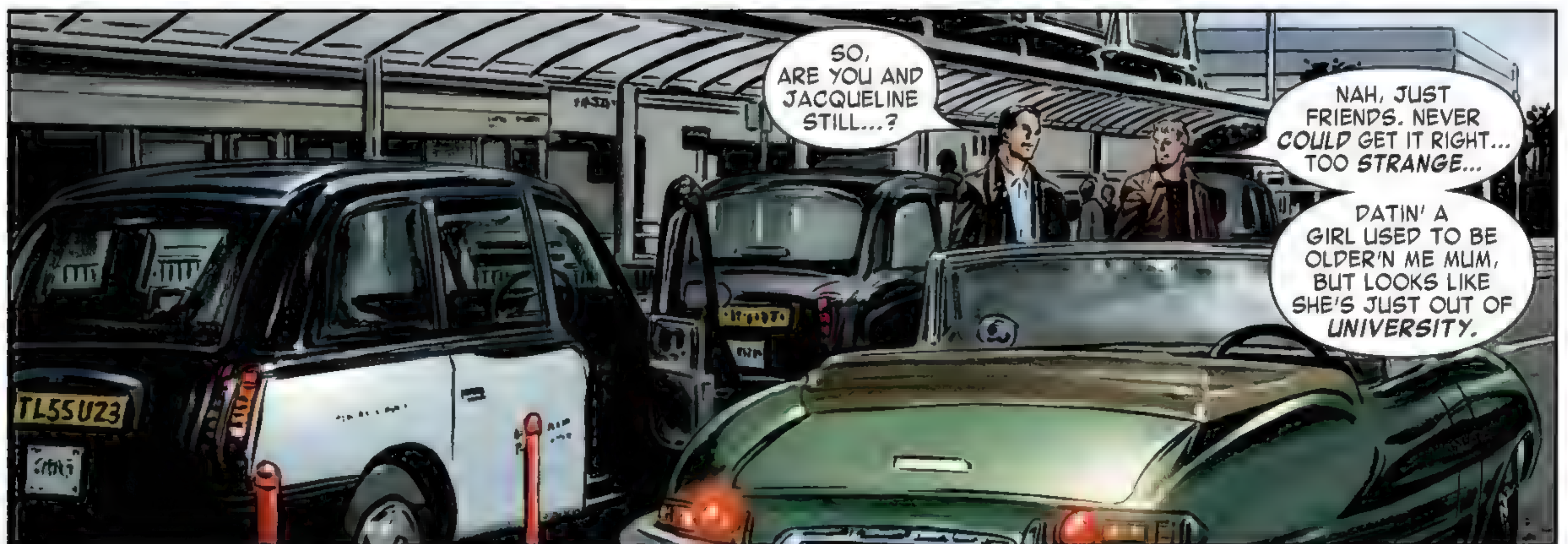


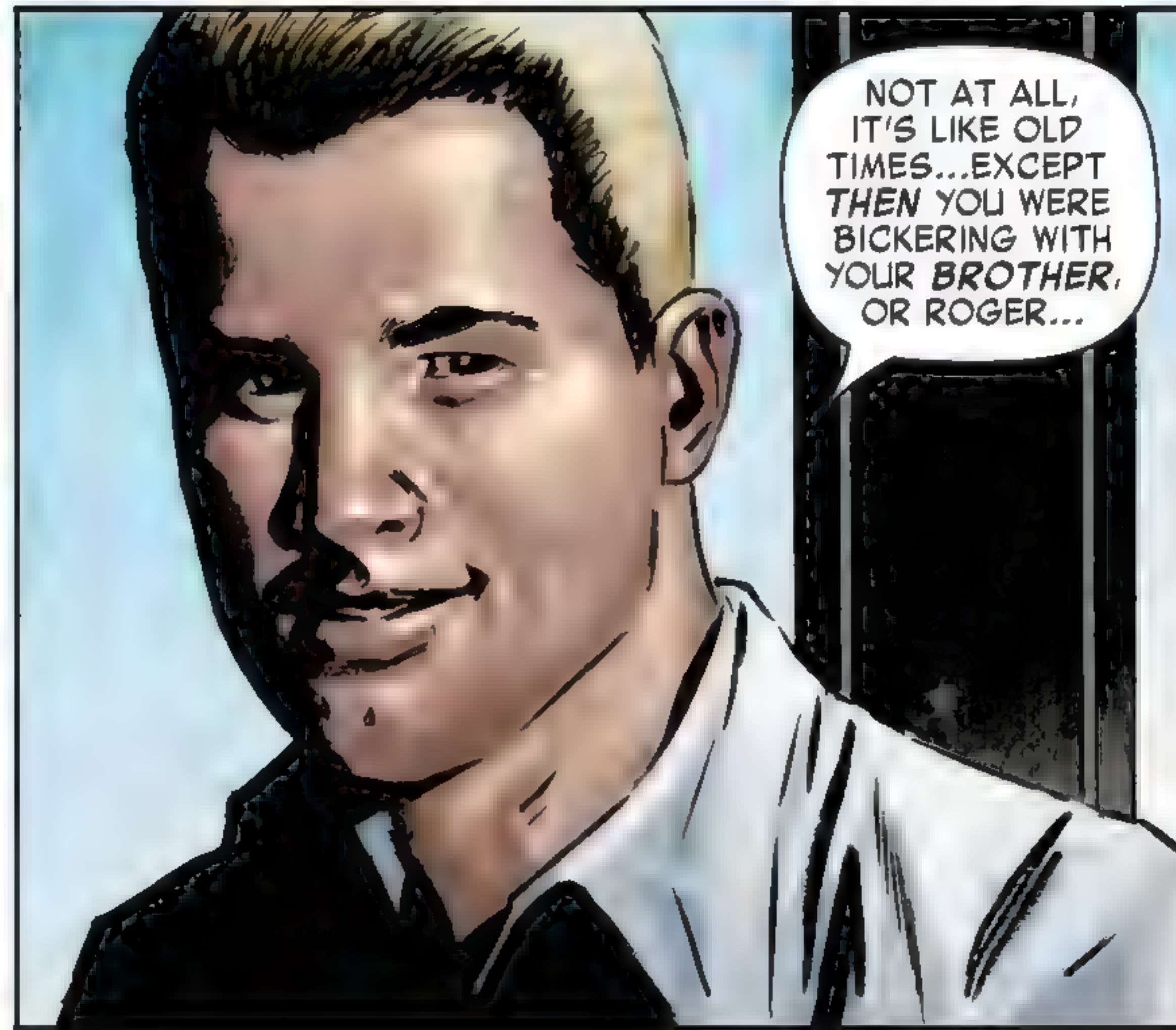
<I'M THE
MAN YOU'VE BEEN
WAITING FOR YOUR
ENTIRE PATHETIC
WASTE OF A
LIFE, MAX.>

<NOW GET
IN THE DAMNED
CAR.>

TWENTY-FIRST CENTURY BLITZ

PART ONE OF FOUR







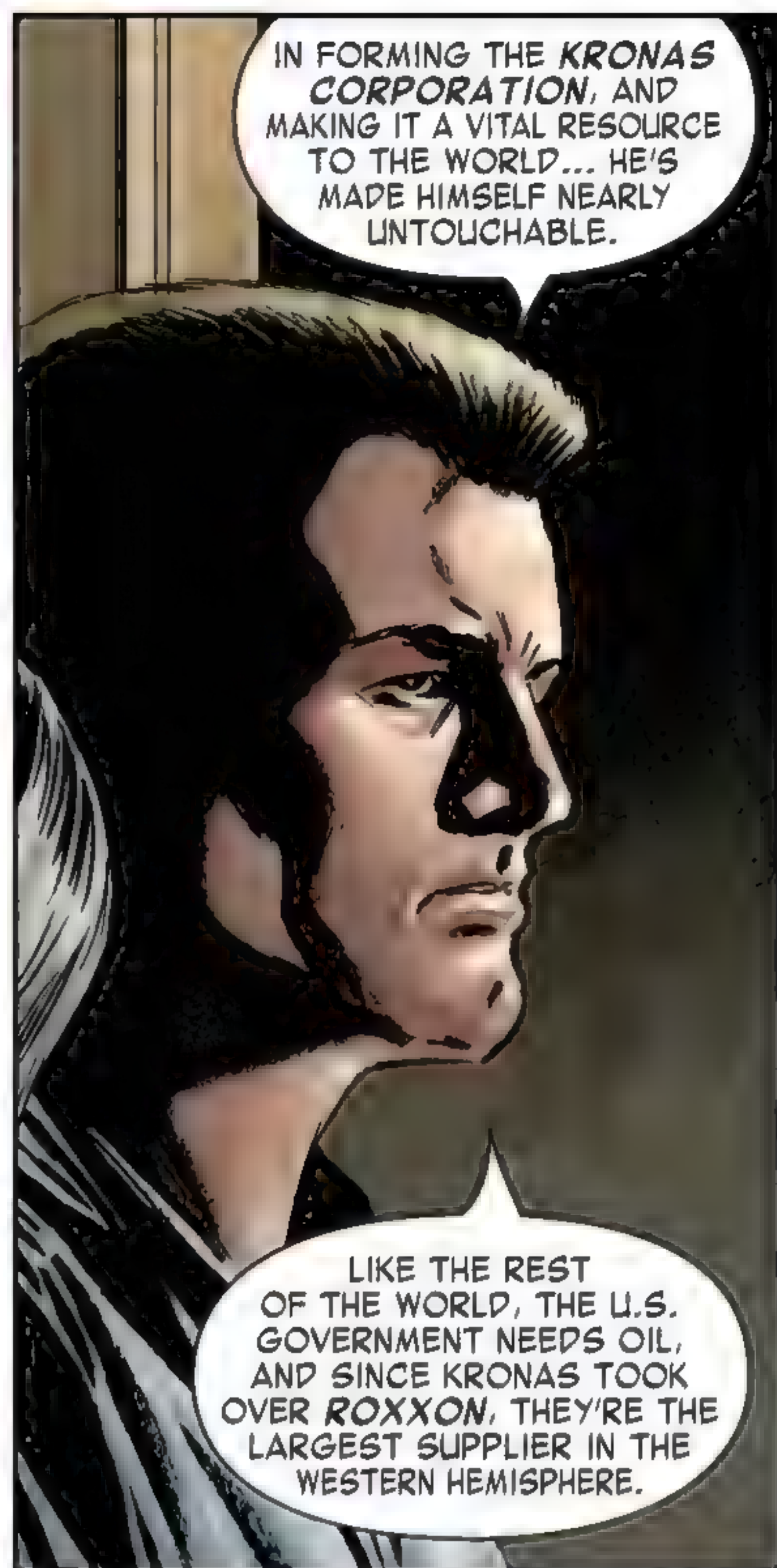
WELL, ENOUGH OF **OUR** NONSENSE, ANYHOW...YOU'VE TOLD US ABOUT THIS GENERAL LUKIN FELLOW AND WHAT HE'S **DONE**...

BUT I WANT TO KNOW HOW HE'S **GETTING** AWAY WITH IT ALL...



POLITICS... PLAIN AND SIMPLE.

IF LUKIN WERE **JUST** A RENEGADE SOVIET GENERAL, IT'S LIKELY HE'D BE COOLING HIS HEELS IN A CELL SOMEWHERE... BUT HE'S **SMARTER** THAN THAT.



IN FORMING THE **KRONAS CORPORATION**, AND MAKING IT A VITAL RESOURCE TO THE WORLD... HE'S MADE HIMSELF NEARLY UNTOUCHABLE.

LIKE THE REST OF THE WORLD, THE U.S. GOVERNMENT NEEDS OIL, AND SINCE KRONAS TOOK OVER **ROXXON**, THEY'RE THE LARGEST SUPPLIER IN THE WESTERN HEMISPHERE.



SO, WHEN HE PLANNED HIS ATTACK, HE MADE SURE THE **PHYSICAL** EVIDENCE POINTED TO SOMEONE ELSE.



AND WITH A MAN **THAT** POWERFUL, WHOSE COMPANY DONATES **MILLIONS** TO SO MANY CAMPAIGNS AND CAUSES...

UNLESS THE PROOF IS **ABSOLUTE**, THEY WON'T TOUCH HIM, WILL THEY?



THAT'S RIGHT. CORPORATE **HANDS** PULLING GOVERNMENT STRINGS SEEMS TO BE THE RULE OF THE DAY.

LINCOLN PREDICTED IT WOULD COME TO THIS.



SO, WHAT'VE
WE BEEN SPYING
ON KRONAS'
ACTIVITIES *HERE*
FOR, THEN?

YOU THINK
LONDON'S
HIS NEXT
TARGET?



I DON'T KNOW...
I CERTAINLY
WOULDN'T PUT IT
PAST HIM.

BUT NO,
I WANTED YOU
TO KEEP AN
EYE ON THEM
FOR *ANOTHER*
REASON.

WHAT?



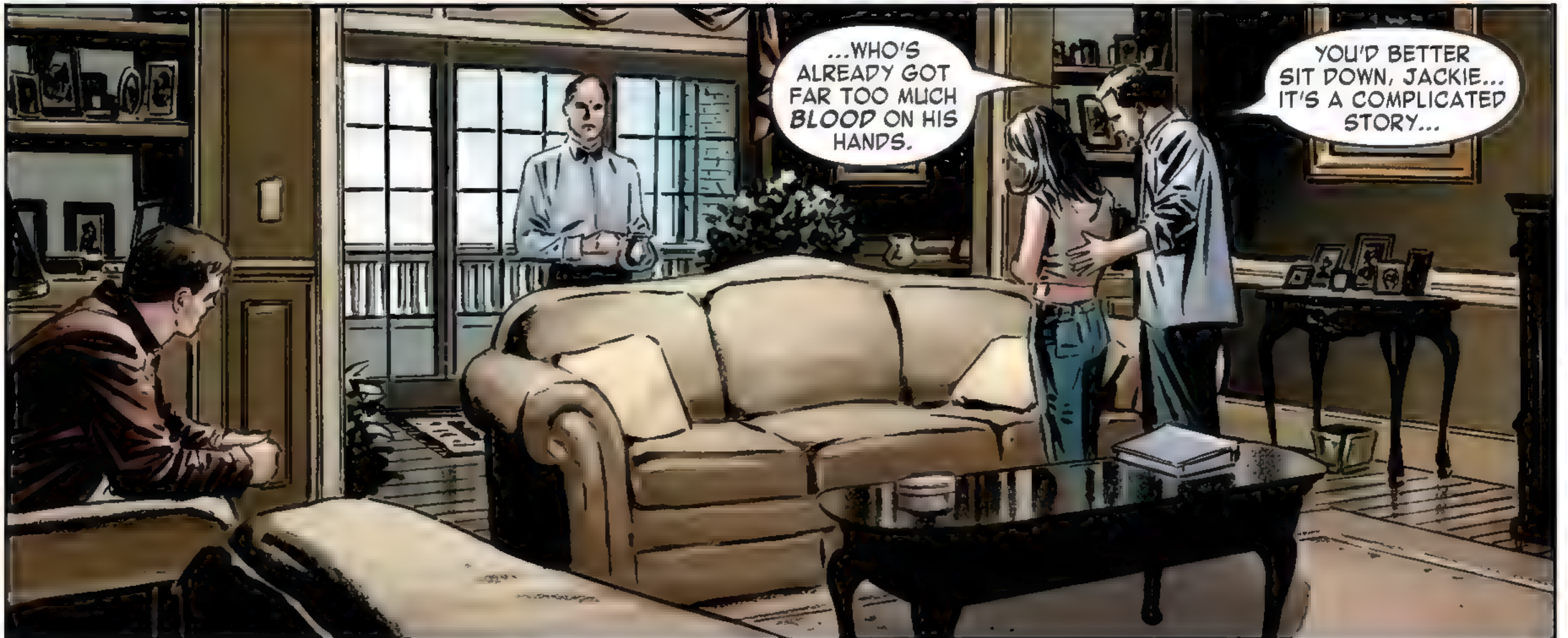
THERE'S
SOMEONE *ELSE*
HUNTING GENERAL
LUKIN...SOMEONE OUT
FOR REVENGE.

AND IT'S
IMPERATIVE
WE FIND THIS
MAN BEFORE HE
COMPLETES THAT
MISSION.



STEVE...
WHO *IS* IT?

AN OLD
FRIEND...

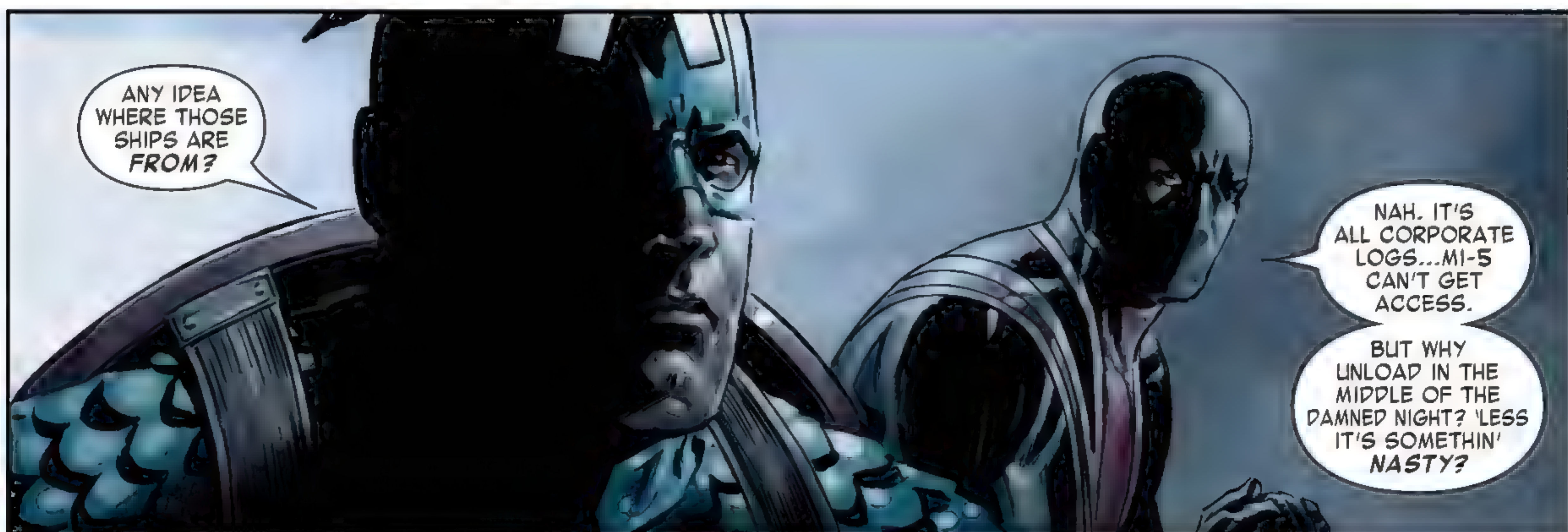
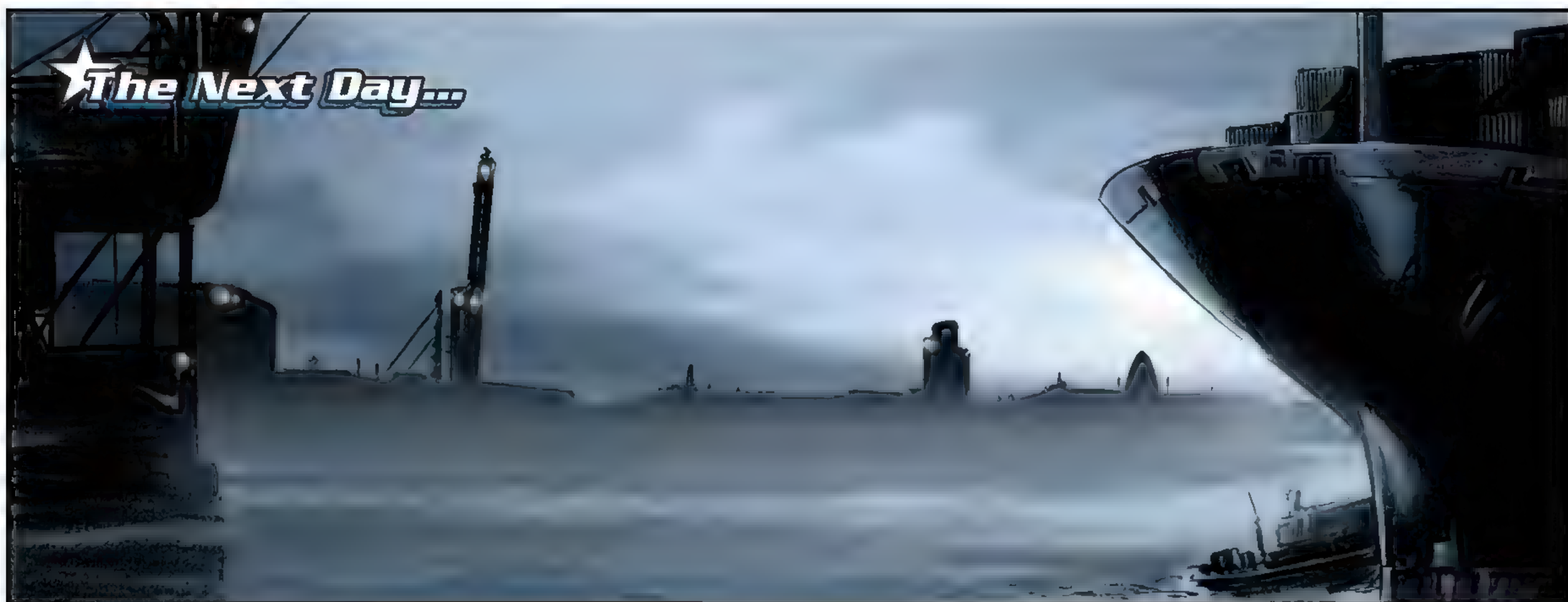


...WHO'S
ALREADY GOT
FAR TOO MUCH
BLOOD ON HIS
HANDS.

YOU'D BETTER
SIT DOWN, JACKIE...
IT'S A COMPLICATED
STORY...









I'M SURE
IT IS...

SO,
WHY DO WE
DO NEXT,
THEN?
HOW YOU
WANNA HANDLE
THIS?



IF I'VE
LEARNED ANYTHING
ABOUT LUKIN, IT'S
THAT YOU DON'T
MOVE TOO QUICKLY
AGAINST HIM.

HE'S A
PLANNER, AND
HE PLANS FOR
CONTINGENCIES.

DANGER
KEEP THIS
DOOR CLOSED



SPITFIRE,
YOU NEARBY?

YOU
KNOW
ME--



--STEVE, I'M
ALWAYS--



--NEARBY.

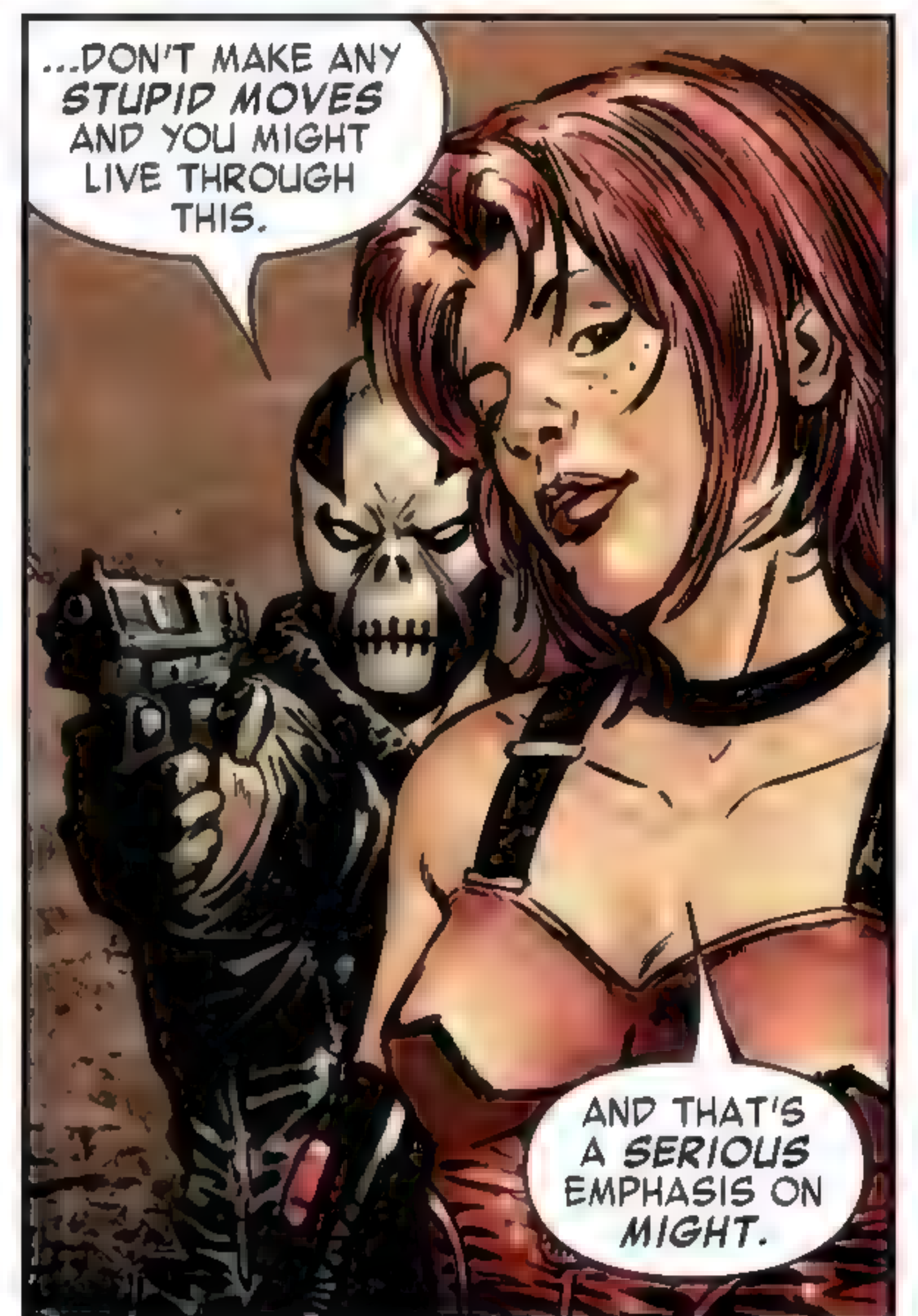
--NEARBY.

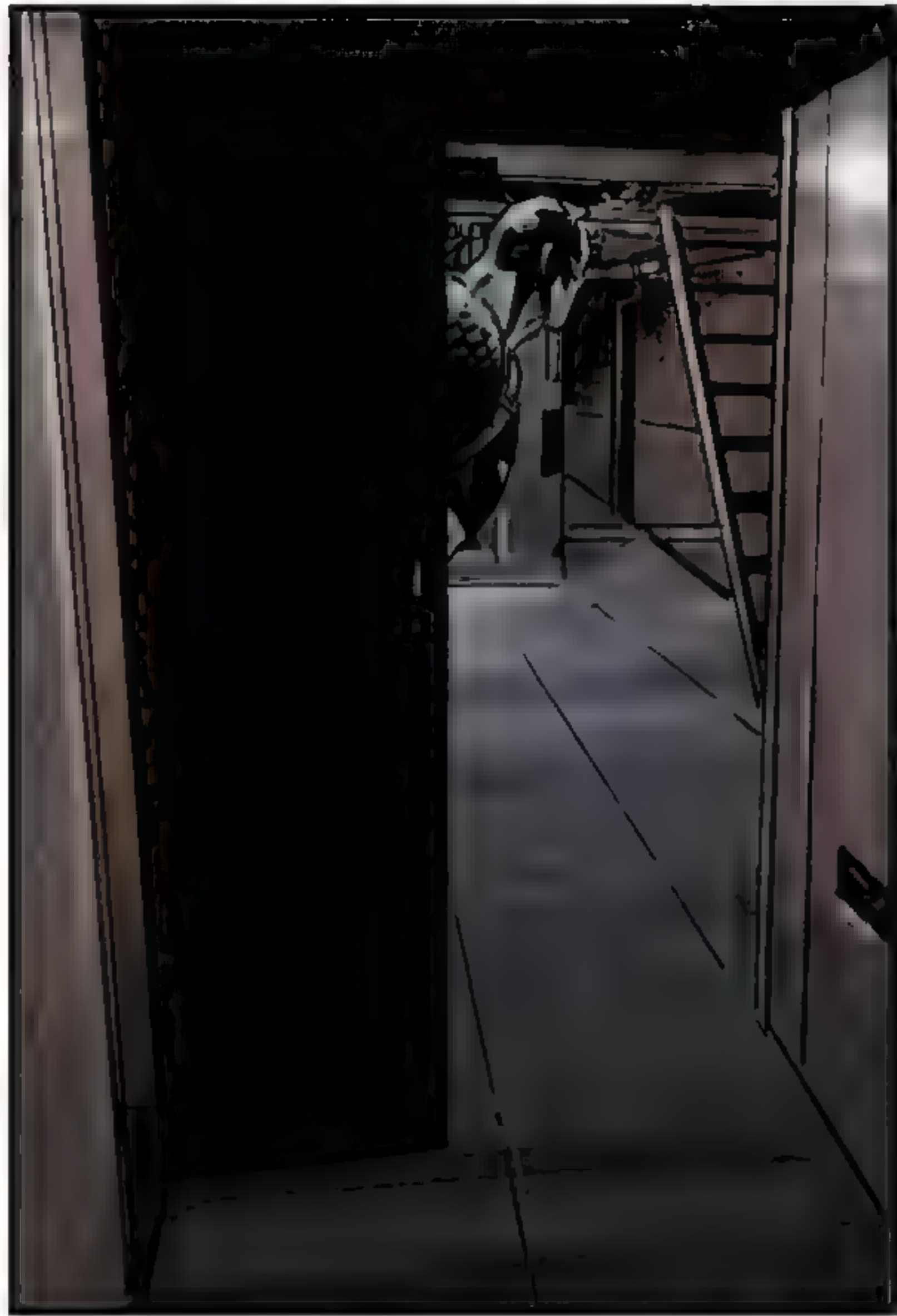
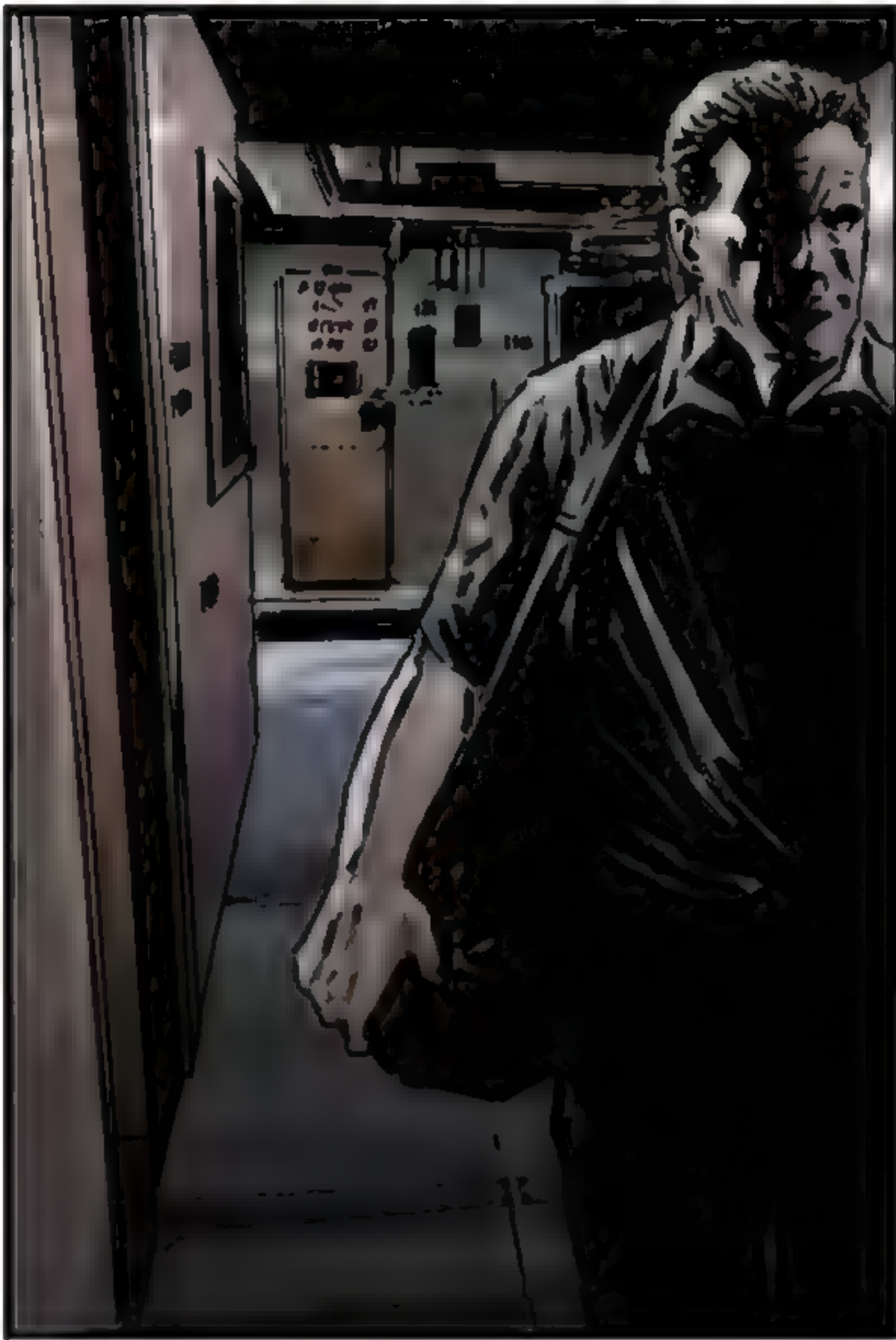
GOOD.

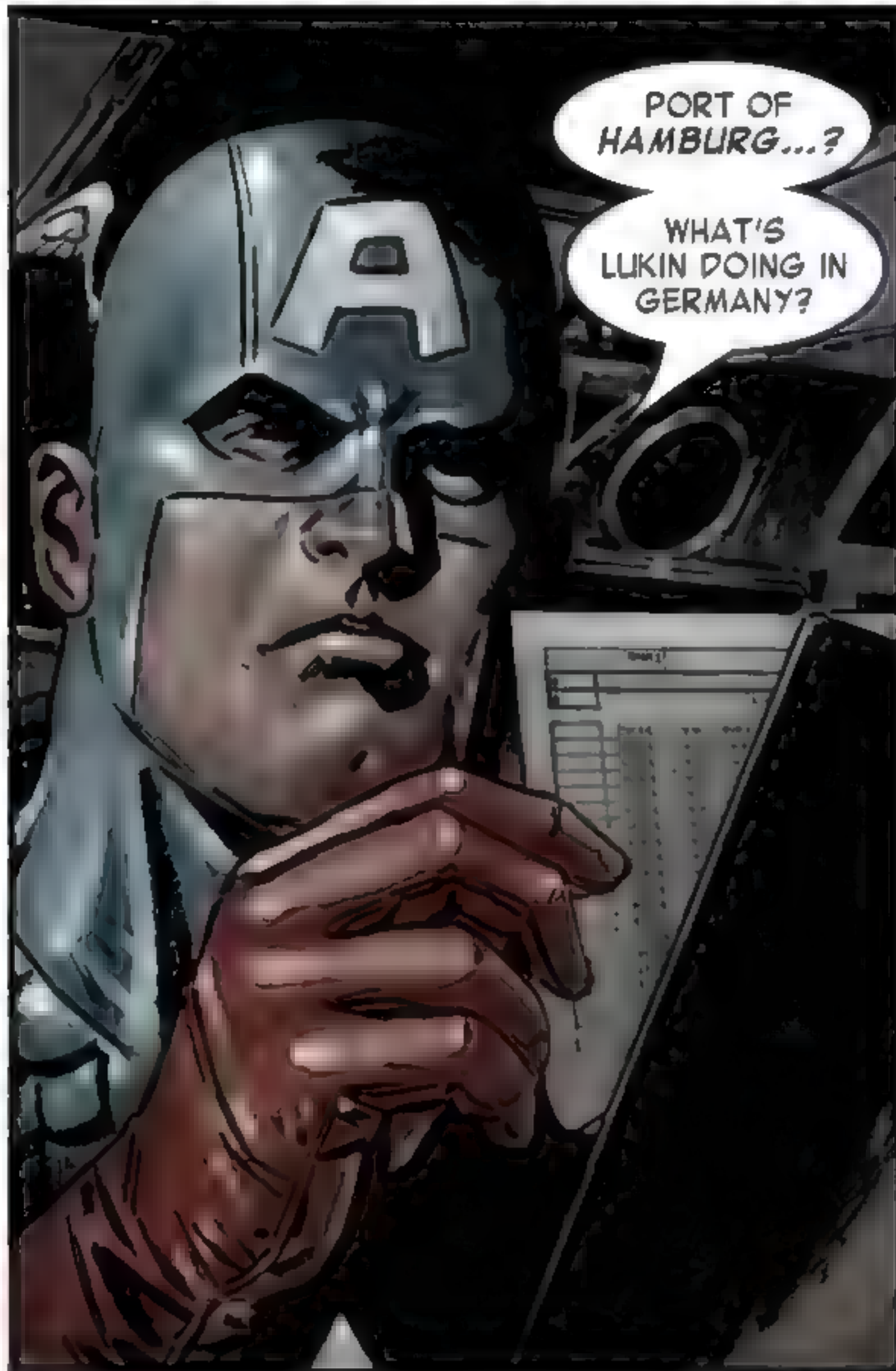
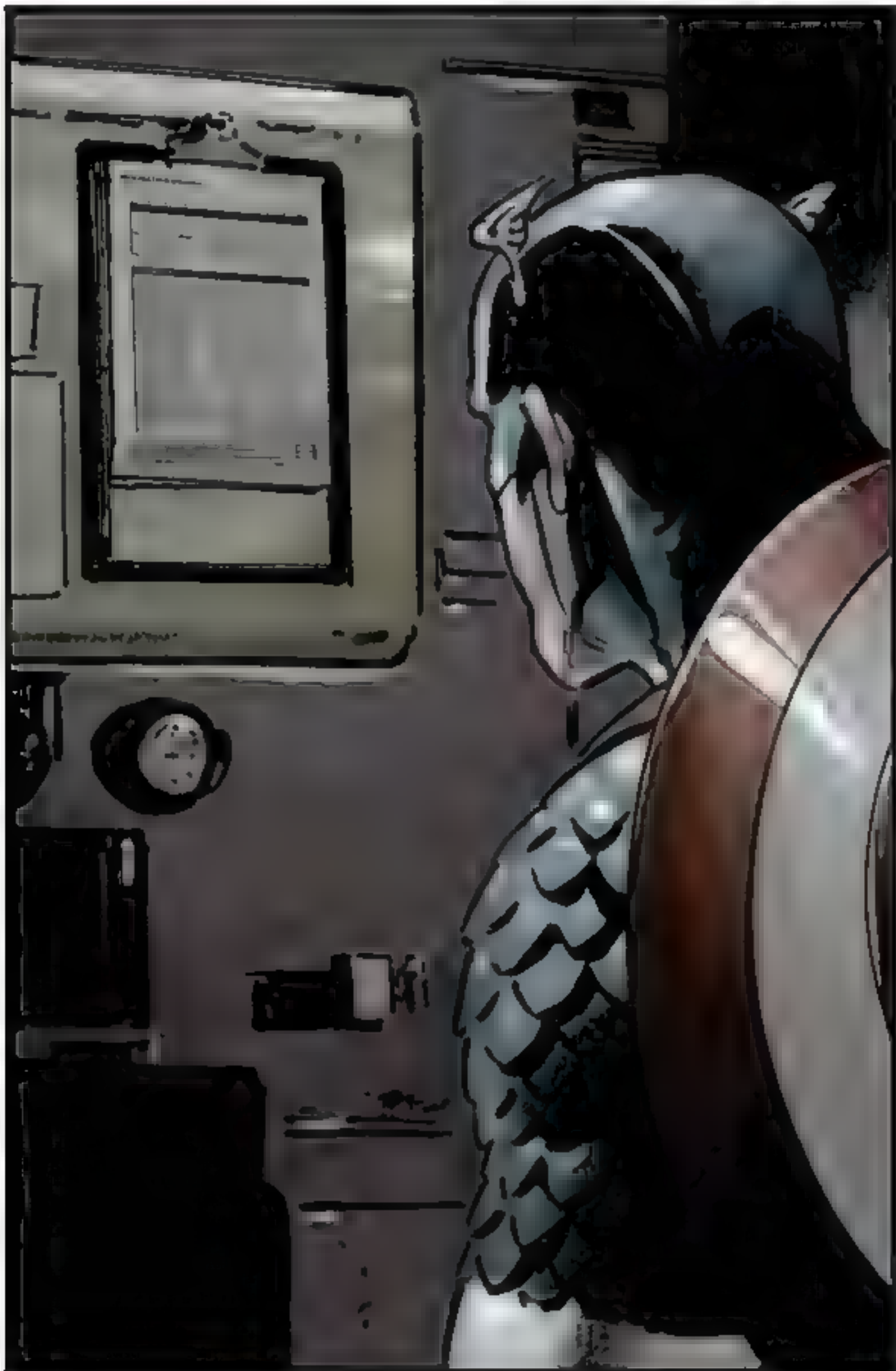
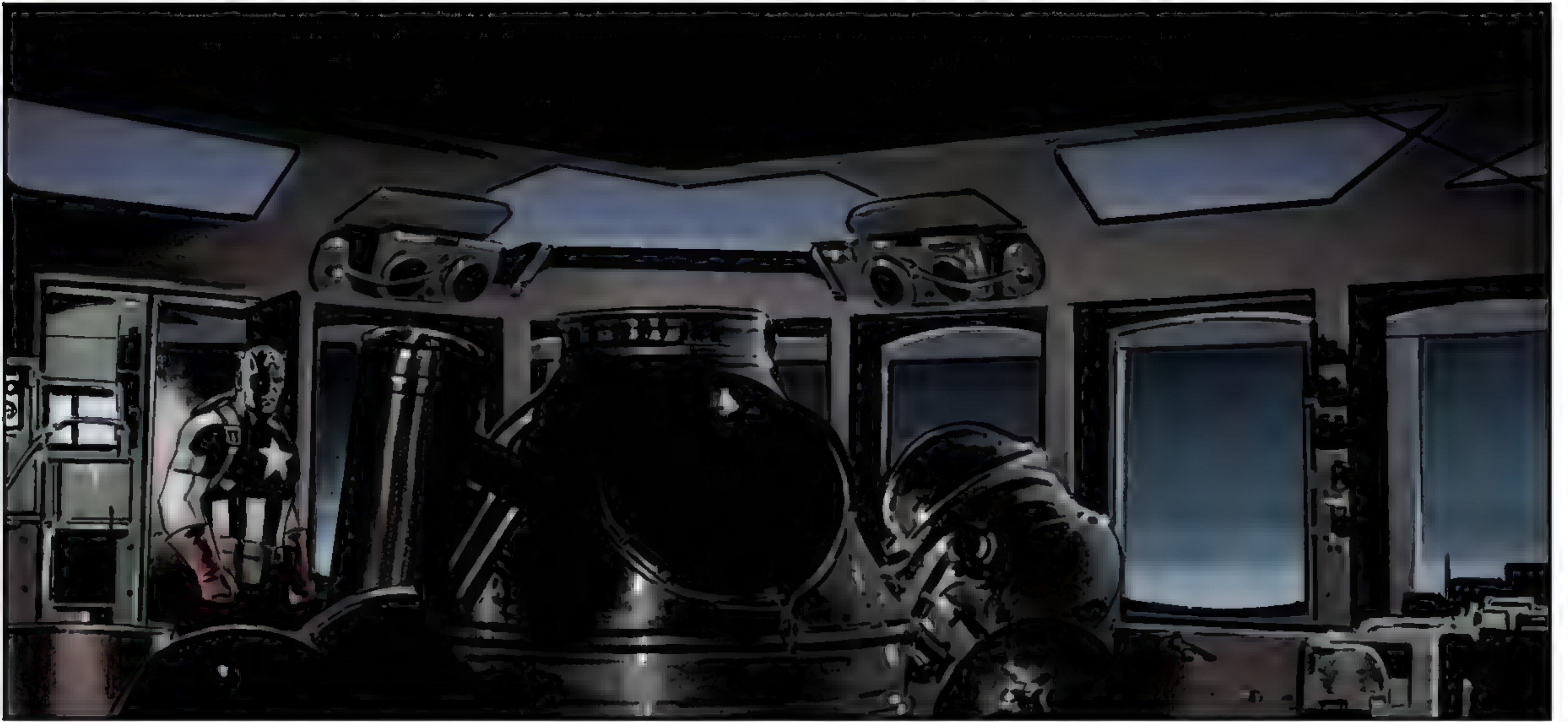






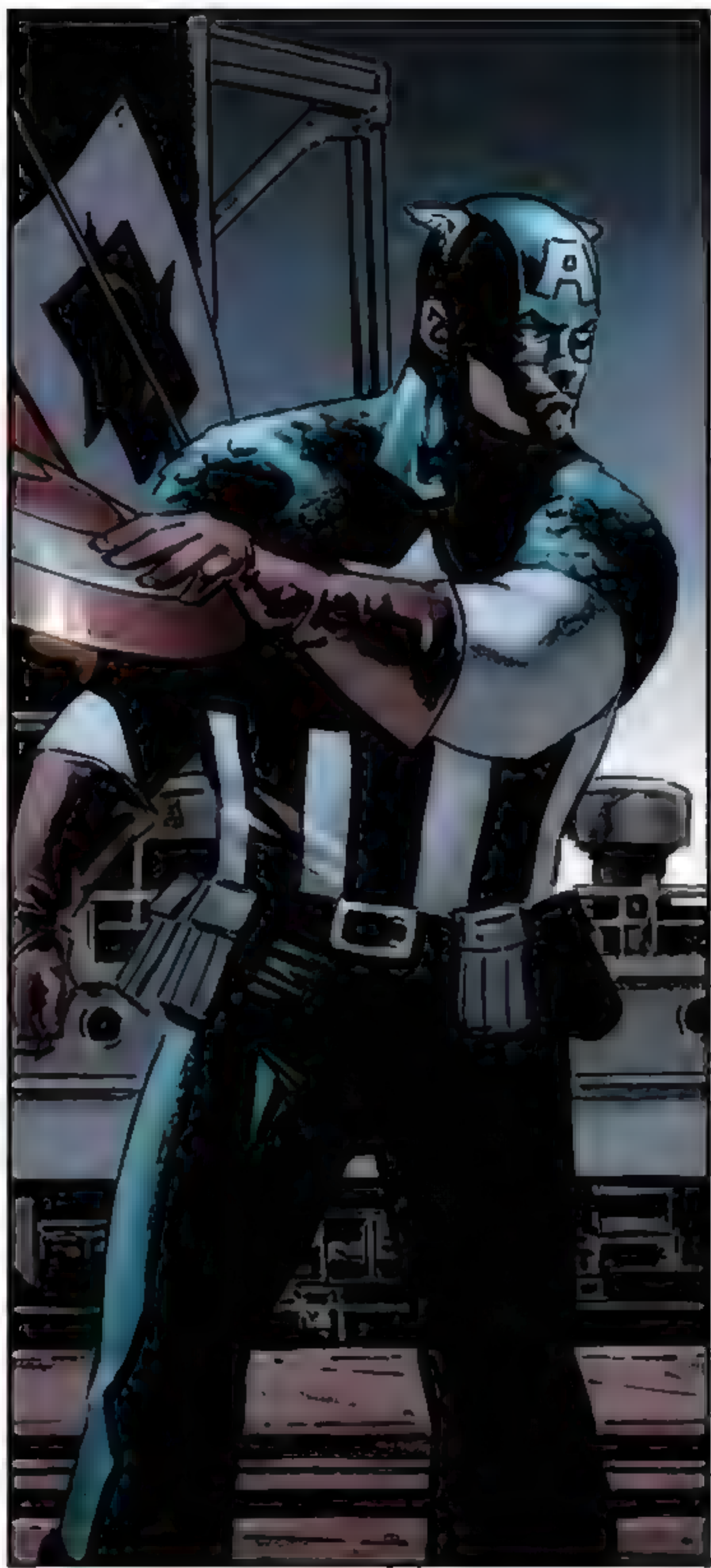


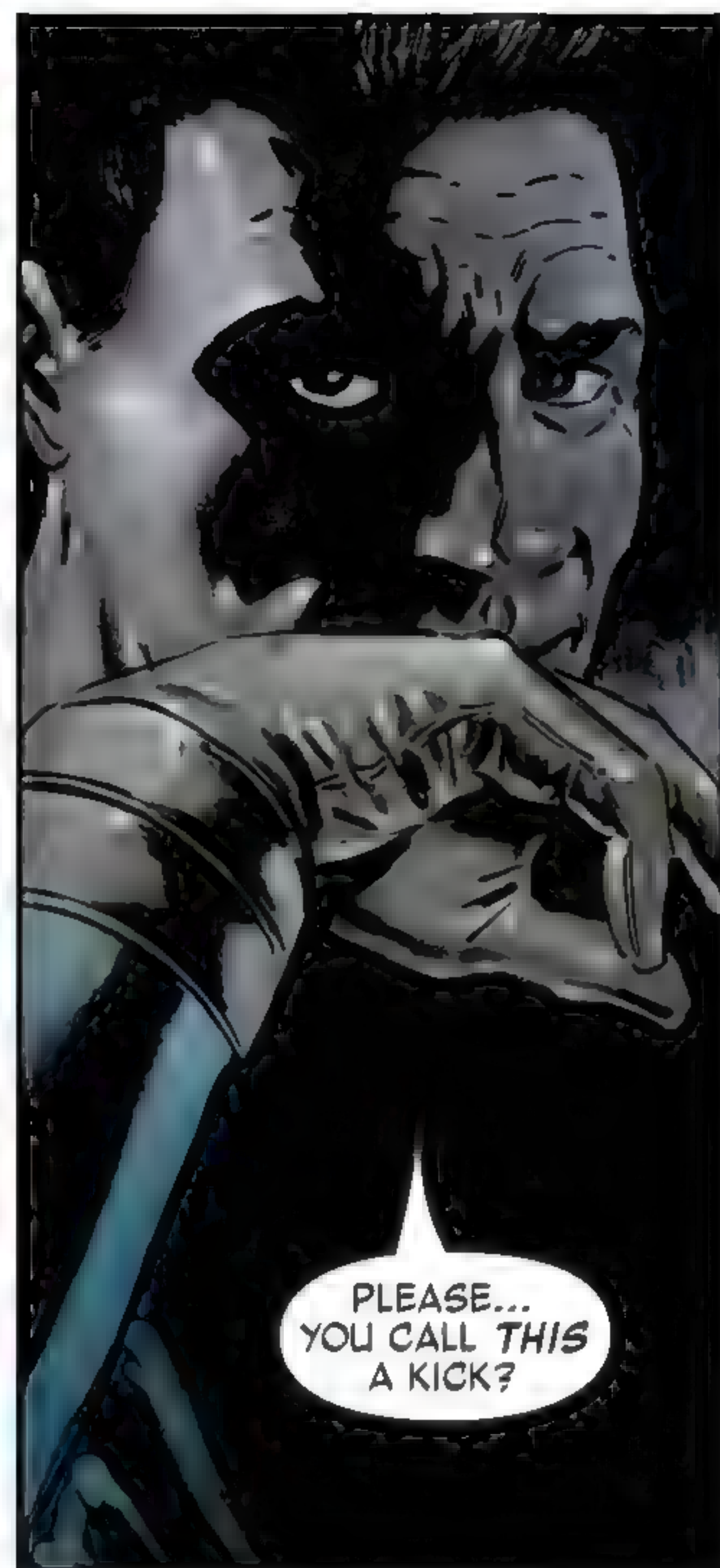














CAPTAIN AMERICA #19
"TWENTY-FIRST CENTURY BLITZ" PART TWO OF FOUR



"...HE'S PROVING
HIMSELF TO BE
QUITE USEFUL."

WHUDO

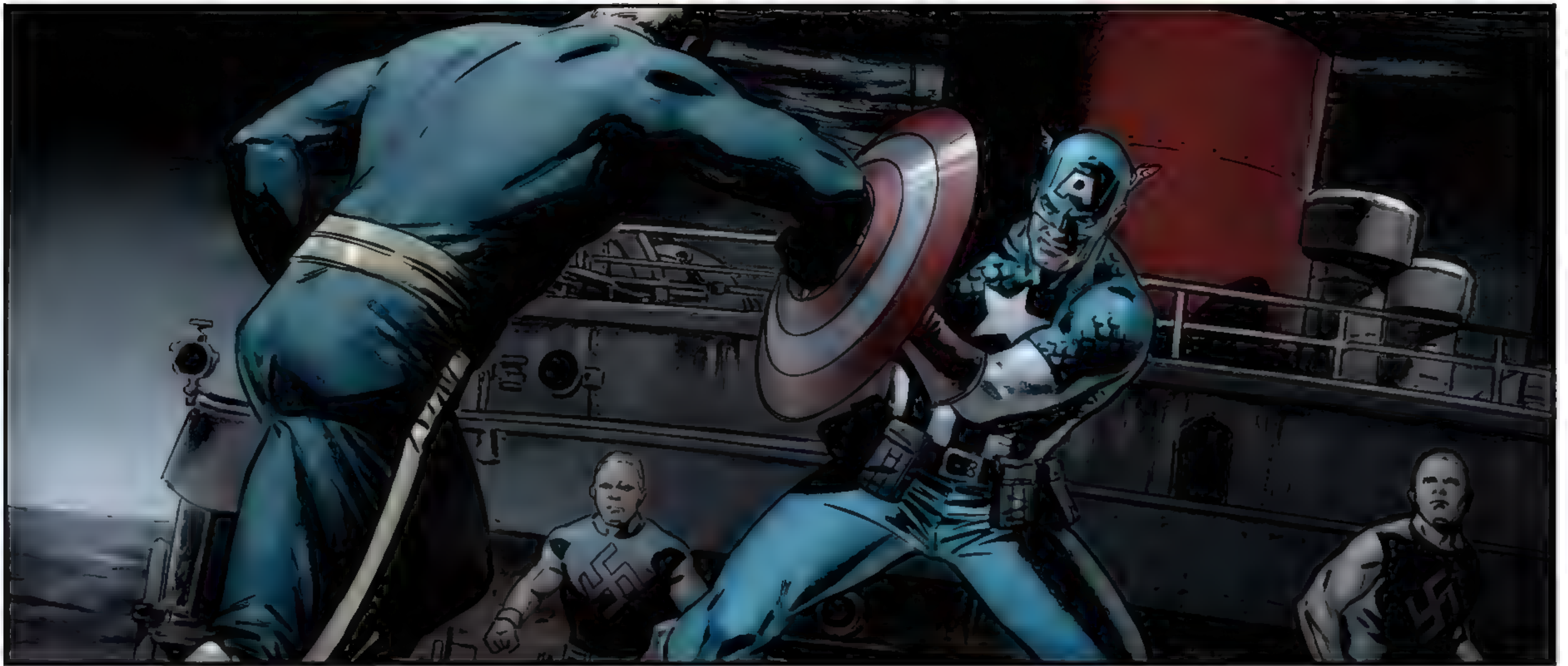
LNHH!

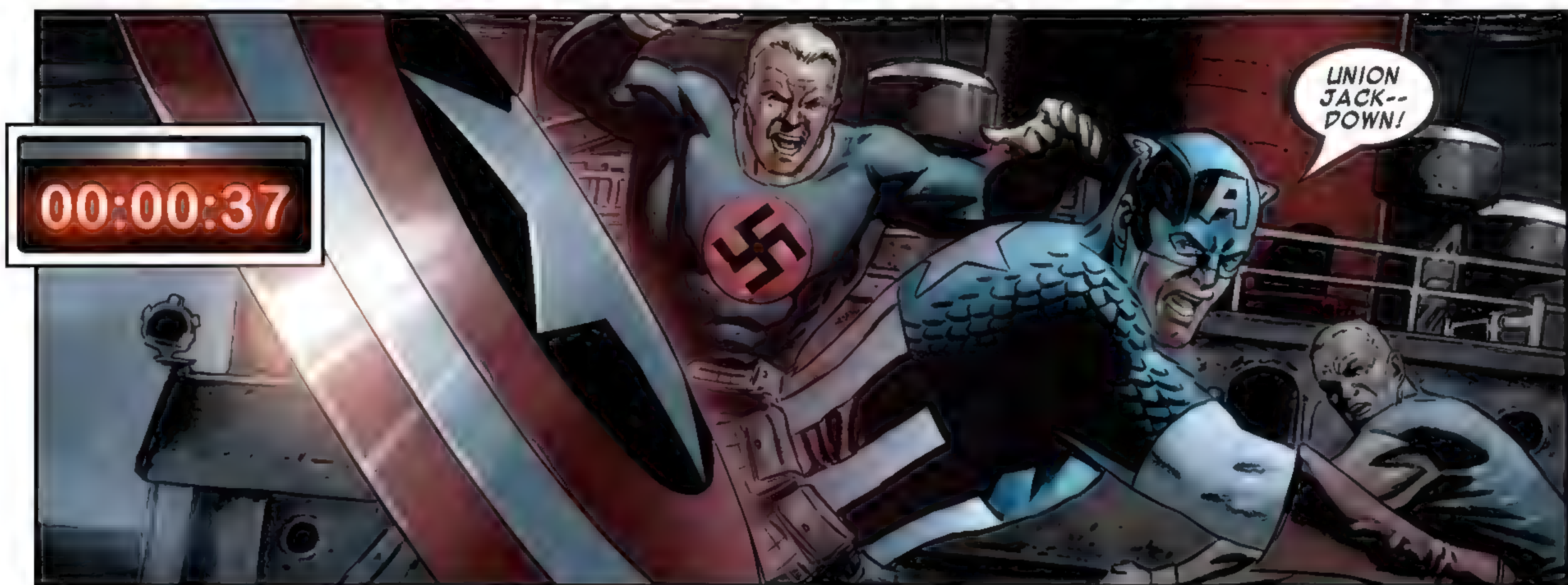
TWENTY-FIRST CENTURY BLITZ

PART TWO OF FOUR









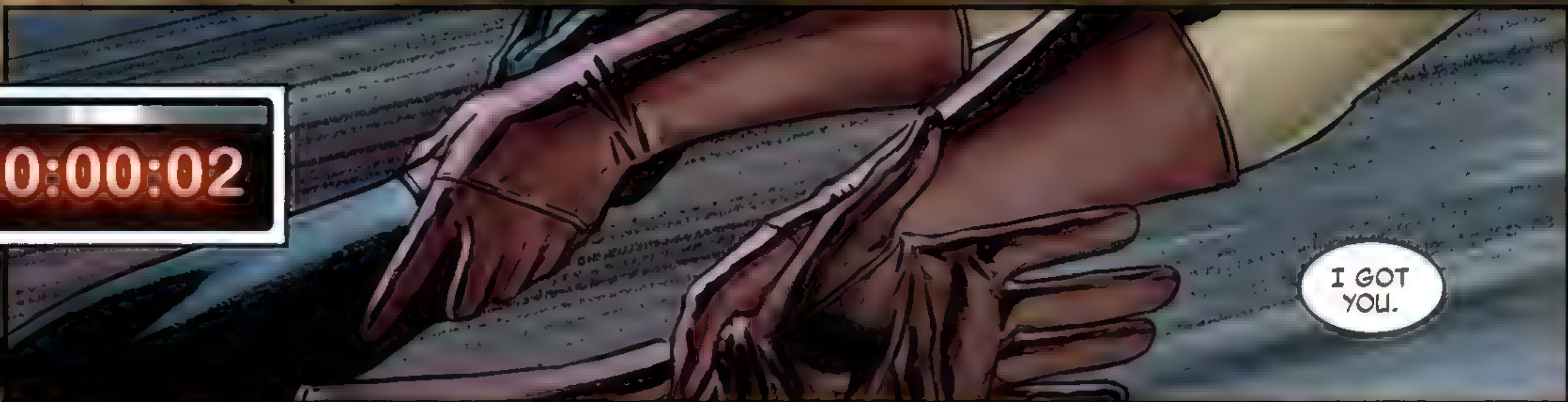
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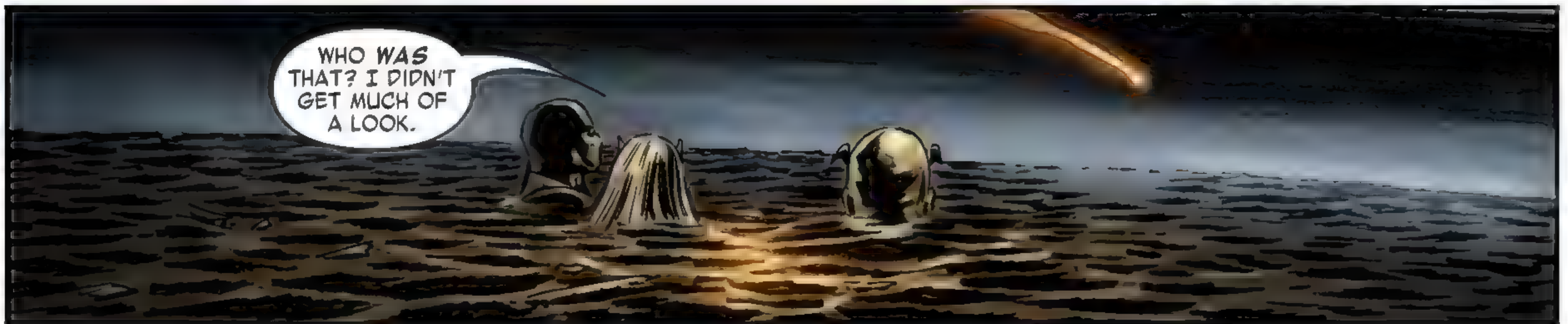


00:00:02



00:00:00







--MASSIVE
EXPLOSION TORE
THROUGH A SHIP IN
TILBURY DOCK LATE
LAST NIGHT...

...WITH FIRE
SPREADING TO
WAREHOUSE BUILDINGS
DOCKSIDE.



NO WORD AS
YET FROM OFFICIALS
WHETHER THIS WAS
AN ACCIDENT
OR AN ACT OF
TERRORISM.



HOWEVER,
MOMENTS AGO, BBC
NEWS WAS GIVEN SECURITY
CAMERA FOOTAGE OF AN
ALTERCATION ON BOARD THE
FREIGHTER JUST PRIOR
TO EXPLOSION.



TWO FIGURES
ARE CLEAR IN THE
FOOTAGE, UNION JACK
AND THE U.S. HERO,
CAPTAIN AMERICA.



WE EXPECT
COMMENT ON THIS
SHORTLY, AS CLEARLY,
AUTHORITIES HAVE
SOME EXPLAINING
TO DO...



**★ Thames House,
Headquarters Of The
British Security Service**

WHEN YOU'RE
ON BRITISH SOIL,
YOU ARE A PART
OF *MI-5*, AGENT
CHAPMAN...



...AND YOU
DO NOT SIMPLY
RUSH INTO THINGS
WITHOUT MY
SAY-SO.

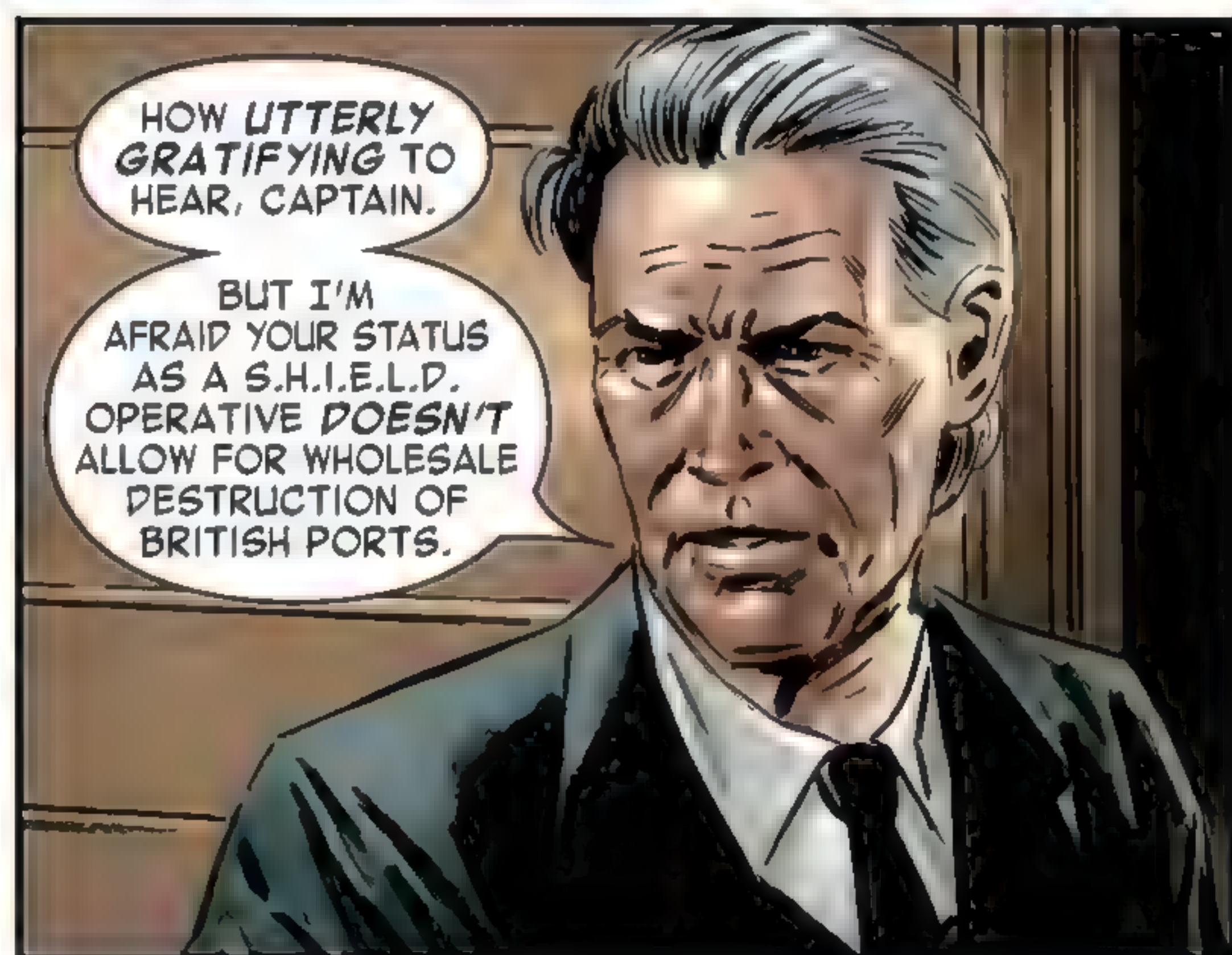
YEAH, I
KNOW, GAVIN...THIS
WASN'T MEANT TO BE
ANYTHIN' MORE THAN
A RECON MISSION.

I DON'T
CARE WHAT
SORT OF--



UNION JACK WAS
HELPING ME,
MR. GAVIN...

AND IT WAS
THANKS TO HIM
AND SPITFIRE THAT
NO INNOCENT LIVES
WERE LOST IN THAT
EXPLOSION.



HOW UTTERLY
GRATIFYING TO
HEAR, CAPTAIN.

BUT I'M
AFRAID YOUR STATUS
AS A S.H.I.E.L.D.
OPERATIVE **DOESN'T**
ALLOW FOR WHOLESALE
DESTRUCTION OF
BRITISH PORTS.



THAT BLOODY
BOMB WAS THERE
LONG BEFORE WE
WERE, GAVIN!

IT WAS A
FAILSAFE IN
CASE ANYONE GOT
TOO CLOSE!

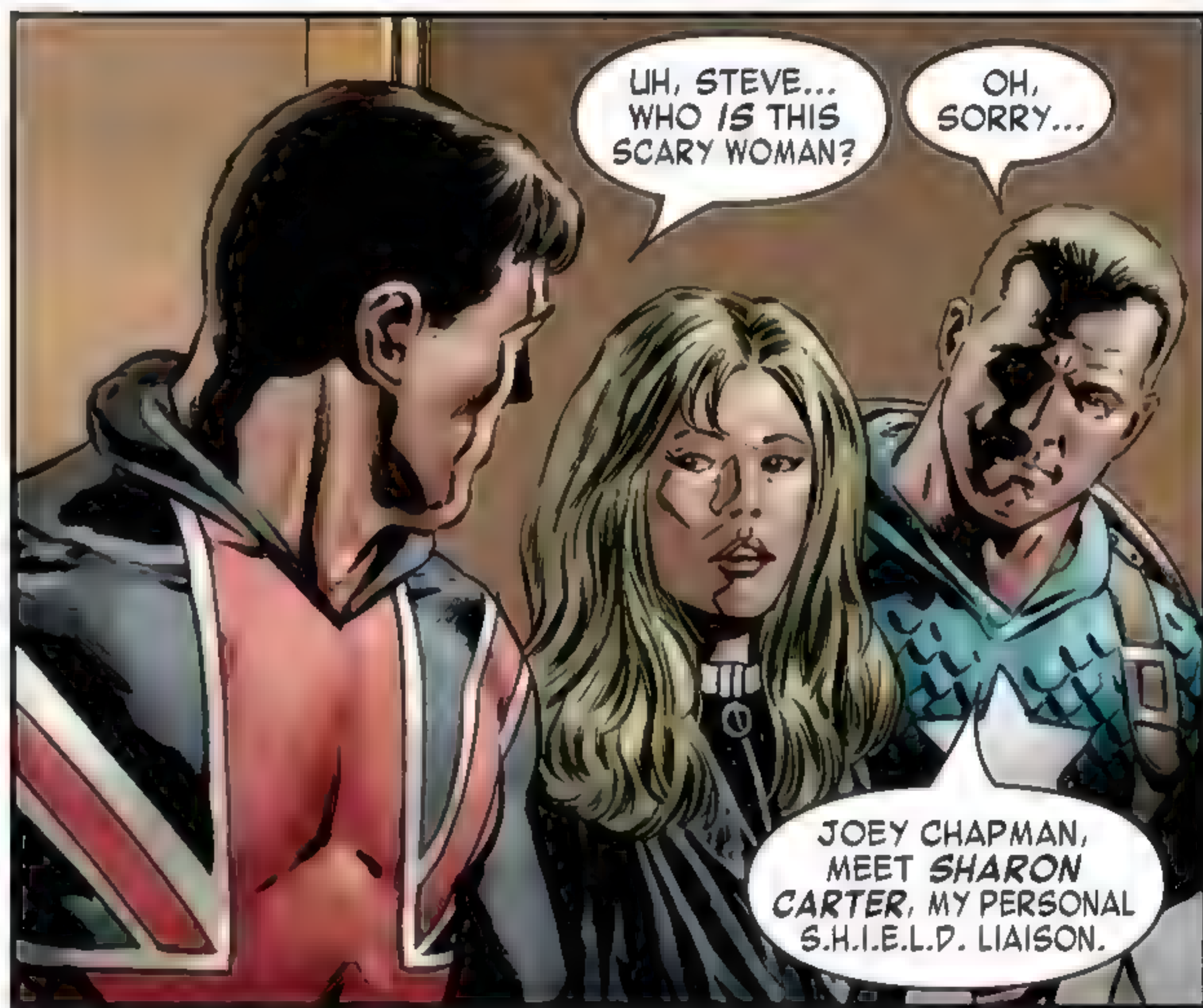
TOO CLOSE
TO WHAT, IS THE
QUESTION.



WE'VE BEEN FIELDING
COMPLAINTS FROM THE
SHIPPING COMPANY AND
THE KRONAS CORPORATION
ALL MORNING.

AND I'VE GOT
NO ANSWERS
FOR THEM.







★ *The Next Night*

LOOKS CLEAR.

OKAY, BUT STAY IN THE SHADOWS.

THIS IS PRIVATE PROPERTY, AND WE CAN'T AFFORD TO GET CAUGHT HERE.



I DON'T MIND, BUT IS THERE A *REASON* ME AN' YOU ARE LOOKING INTO WHAT THESE KRONAS GEEZERS'RE UP TO...

...WHILE THE TWO MORE *POWERFUL* MEMBERS OF OUR GANG TRACK DOWN STEVE'S OLD MATE?



THIS IS HOW STEVE WANTED IT. *SPITFIRE* KNEW BUCKY, TOO...

NEITHER OF US DID.



AN' IT DOESN'T BOTHER YOU, YOUR MAN WORKIN' SO CLOSELY WITH JACKIE?

SHE'S ALWAYS FANCIED HIM.

HE'S NOT "MY MAN" AND NO, IT DOESN'T BOTHER ME.



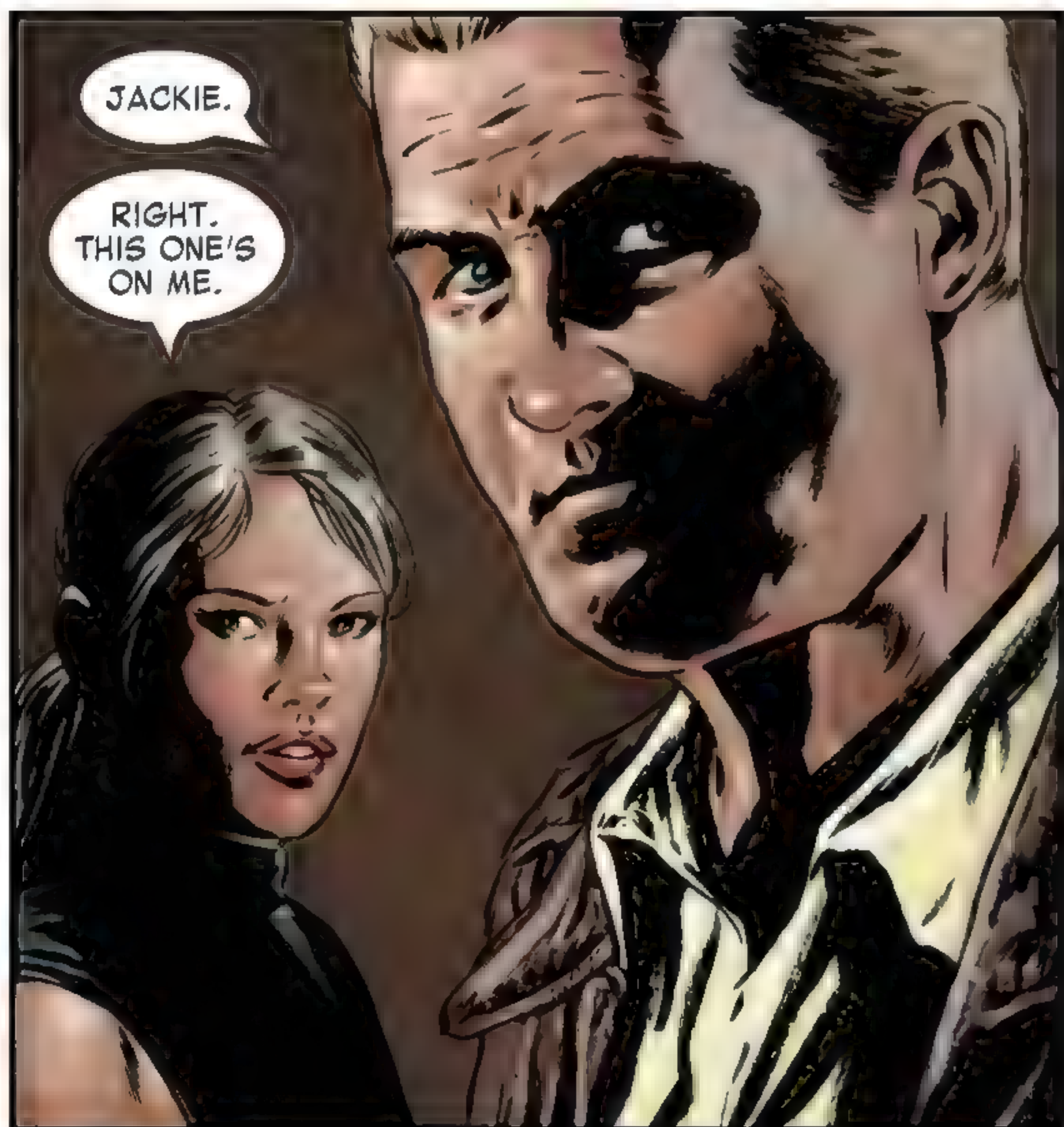
SHOULD IT?



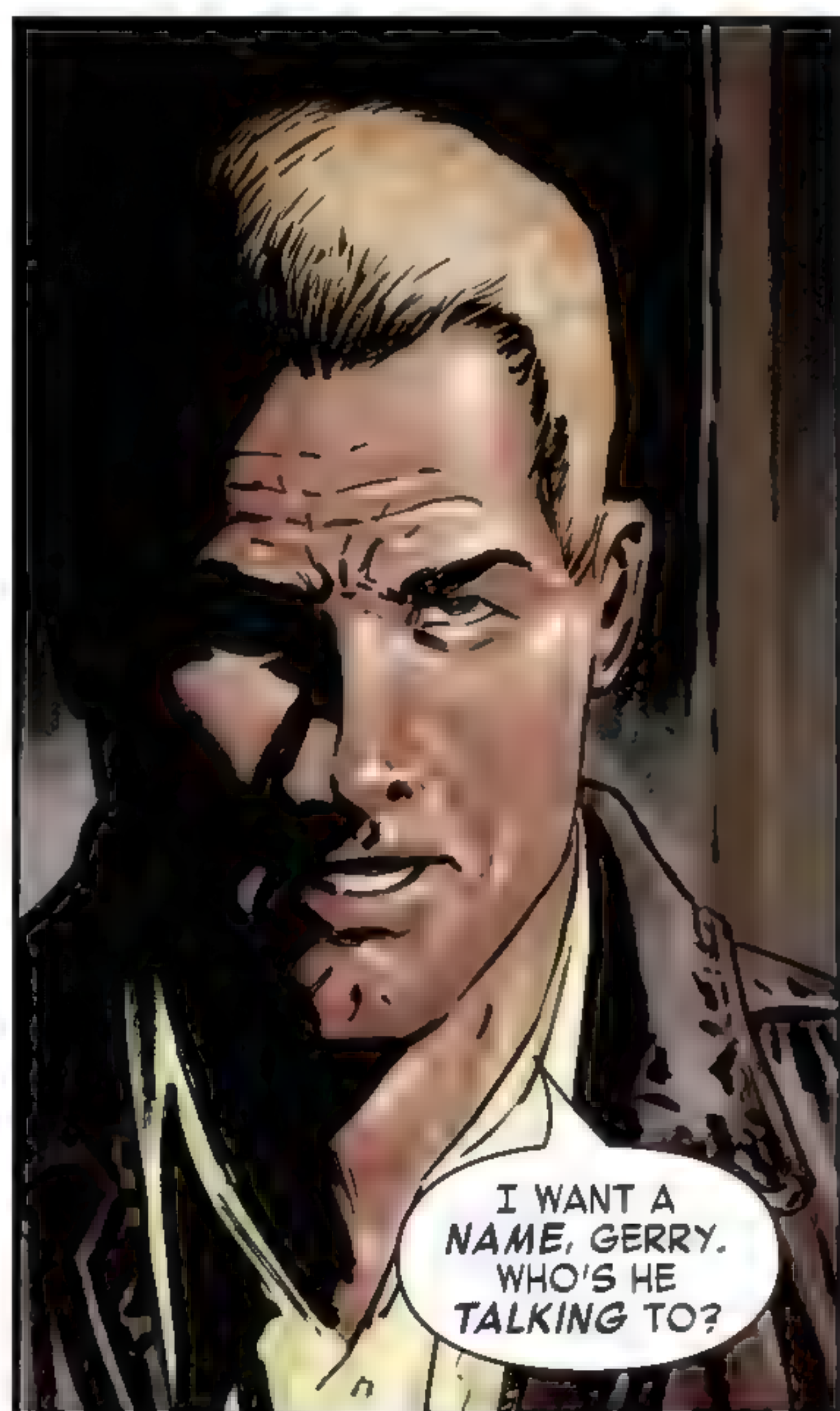
LEAST YOU HIDE IT WELL, DON'T YA?

I CAN FIRE YOU, YOU KNOW.

AN' MISS ALL MY CLEVER WIT? NOT LIKELY...









"...THE WINTER SOLDIER, HE'S A *GHOST*."



--PLACE IS JUST ABOUT DESERTED, ISN'T IT?

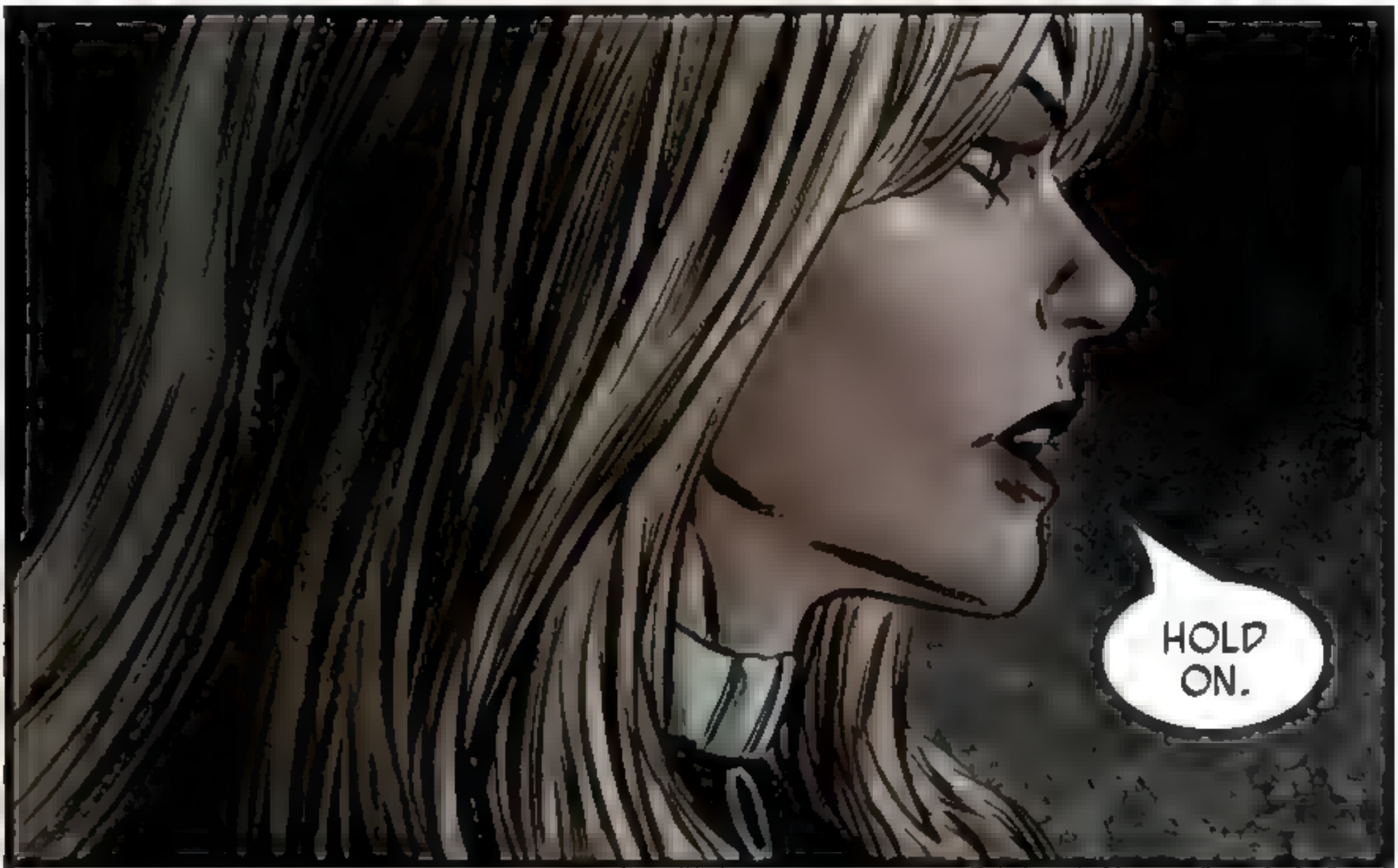


IT CERTAINLY LOOKS THAT WAY, AND THERE'RE MORE *TUNNELS* THAN I FIGURED ON.



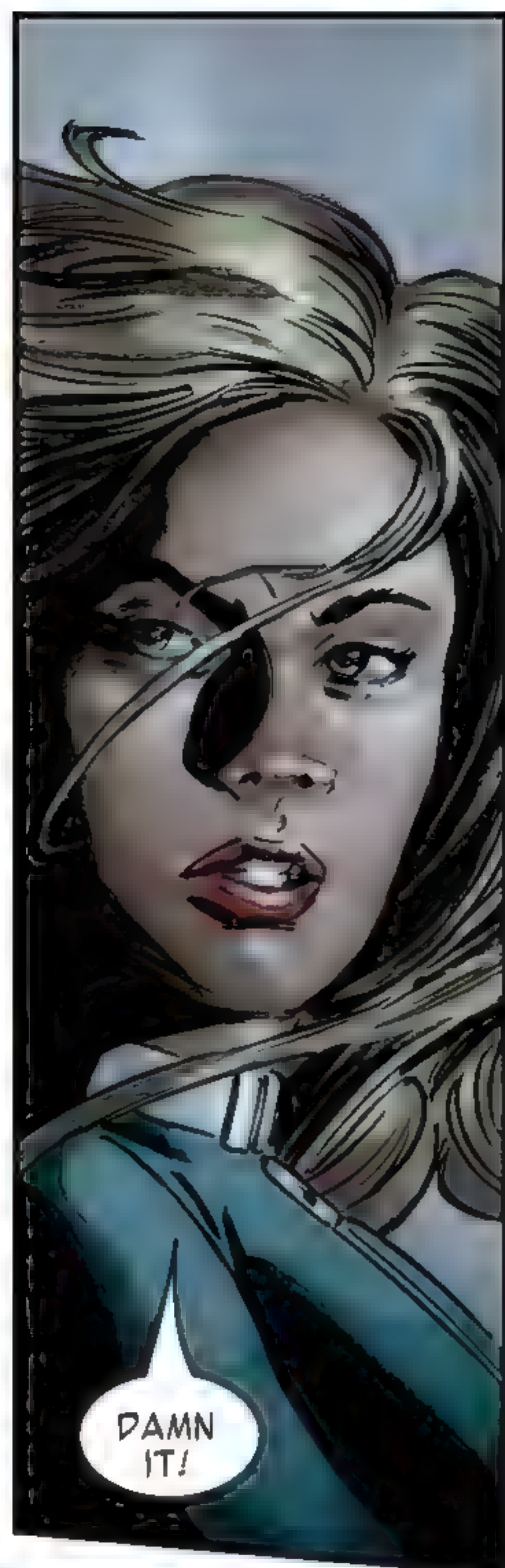
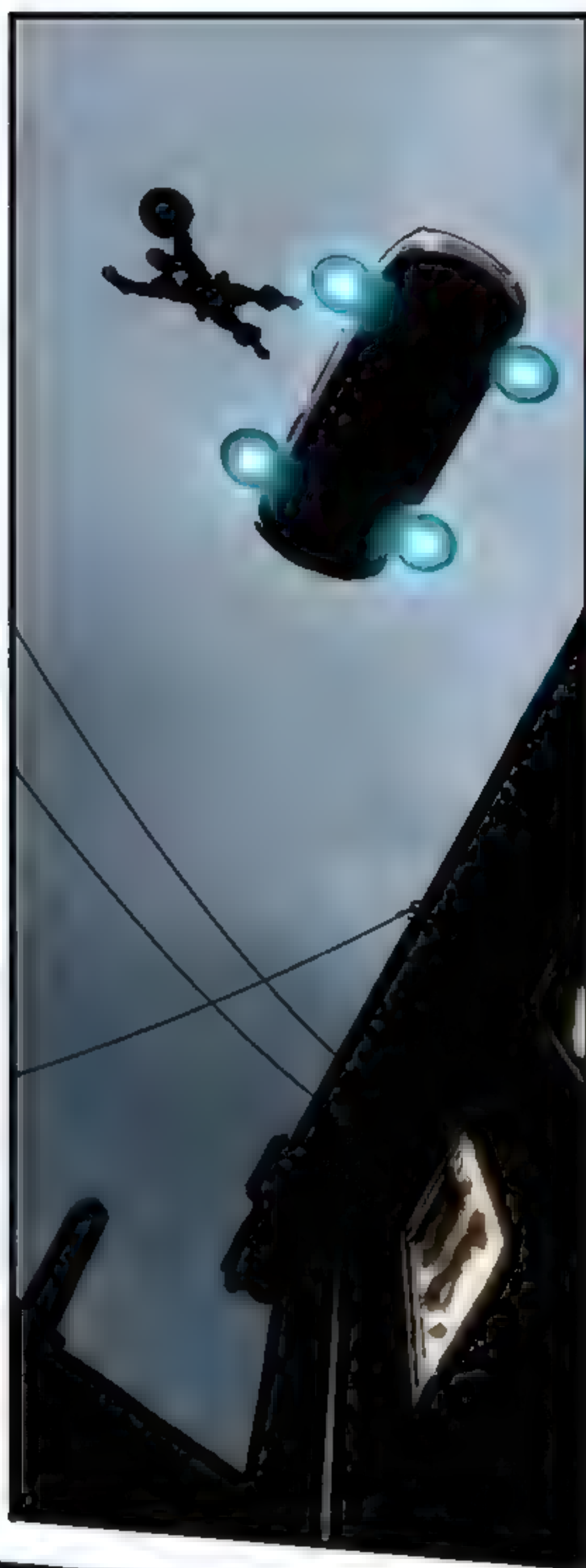
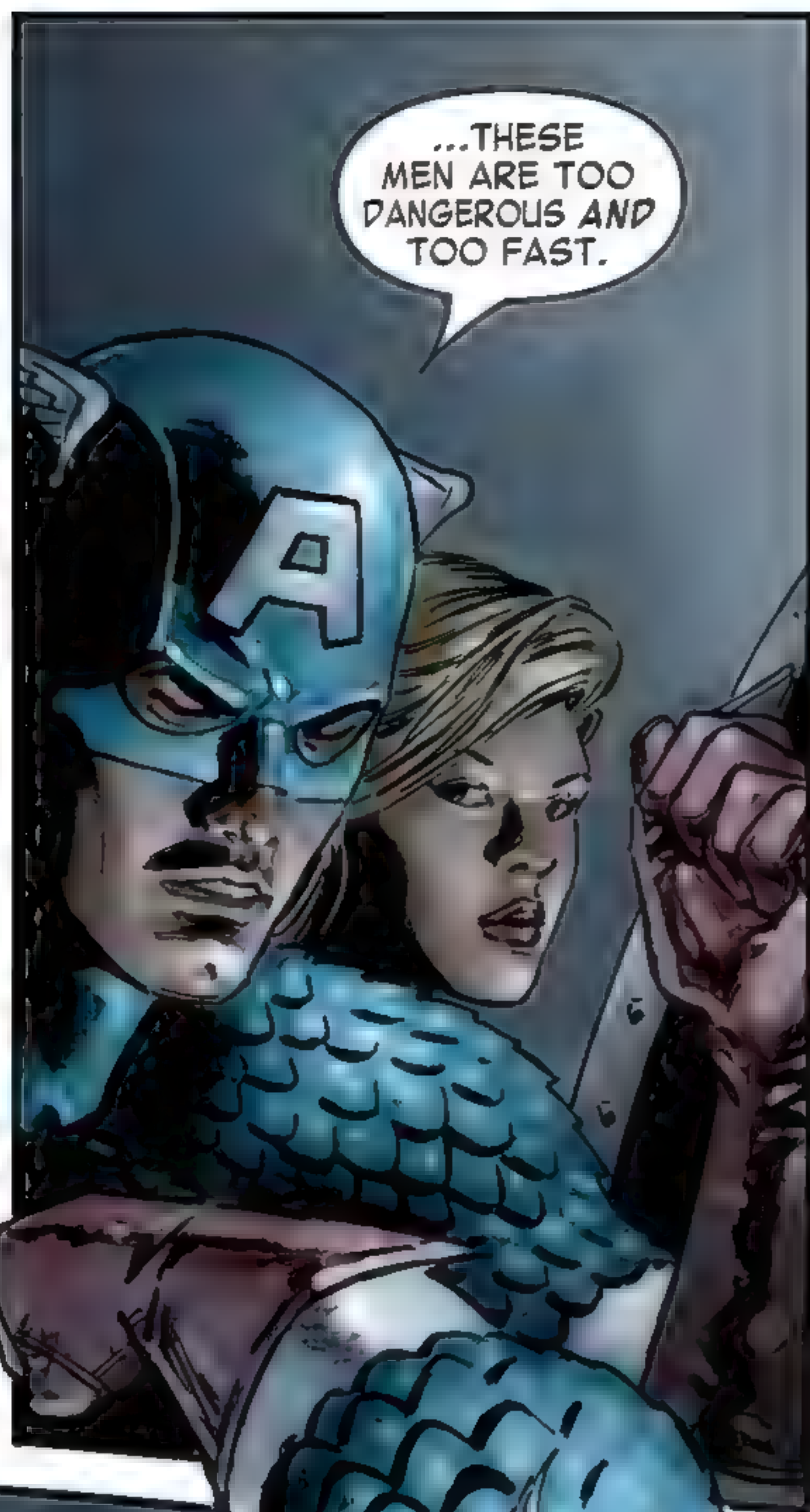
LOOKS LIKE KRONAS HAS BUILT AN *UNDERGROUND NETWORK* BETWEEN THEIR HOLDINGS IN LONDON.

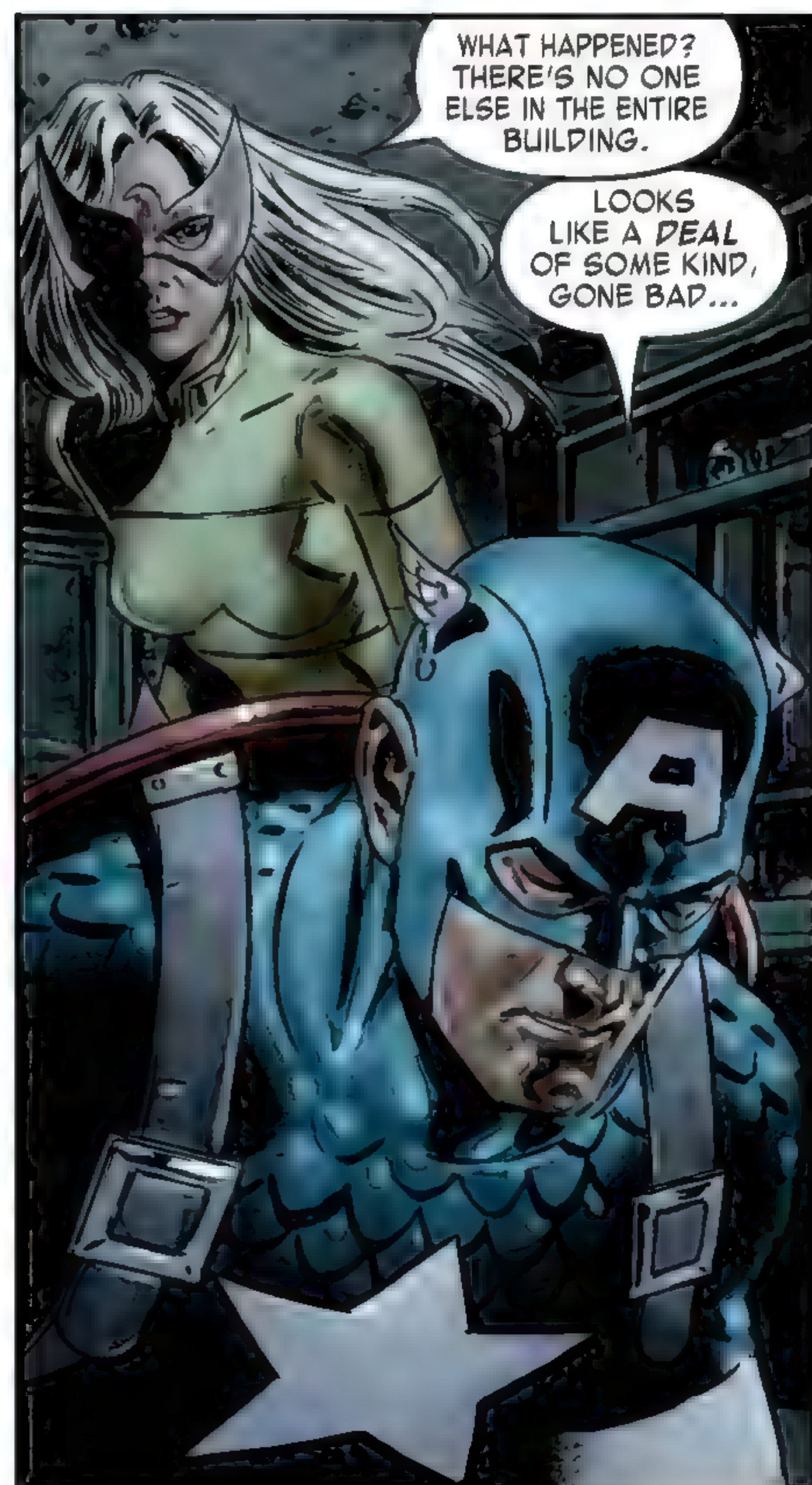
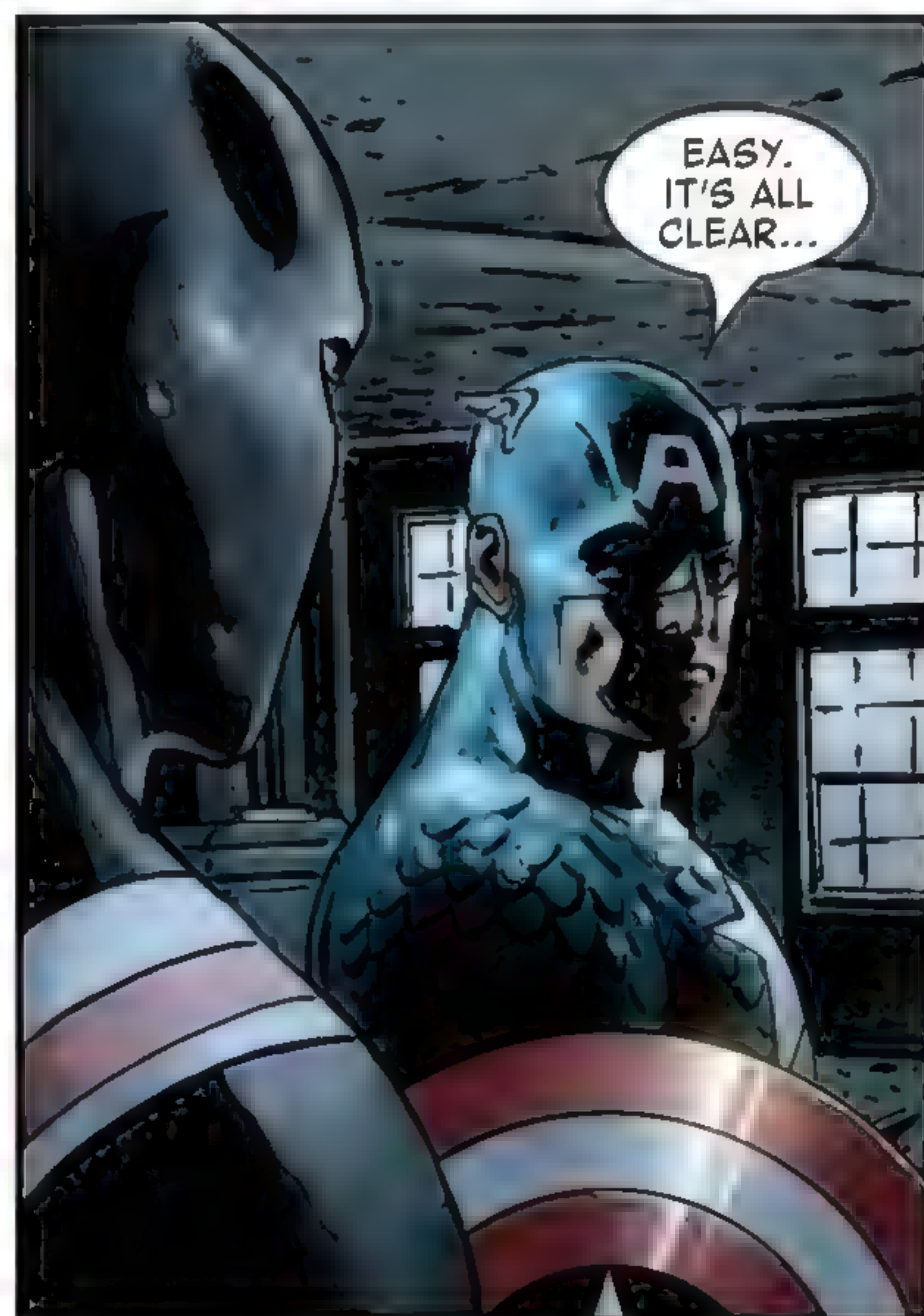
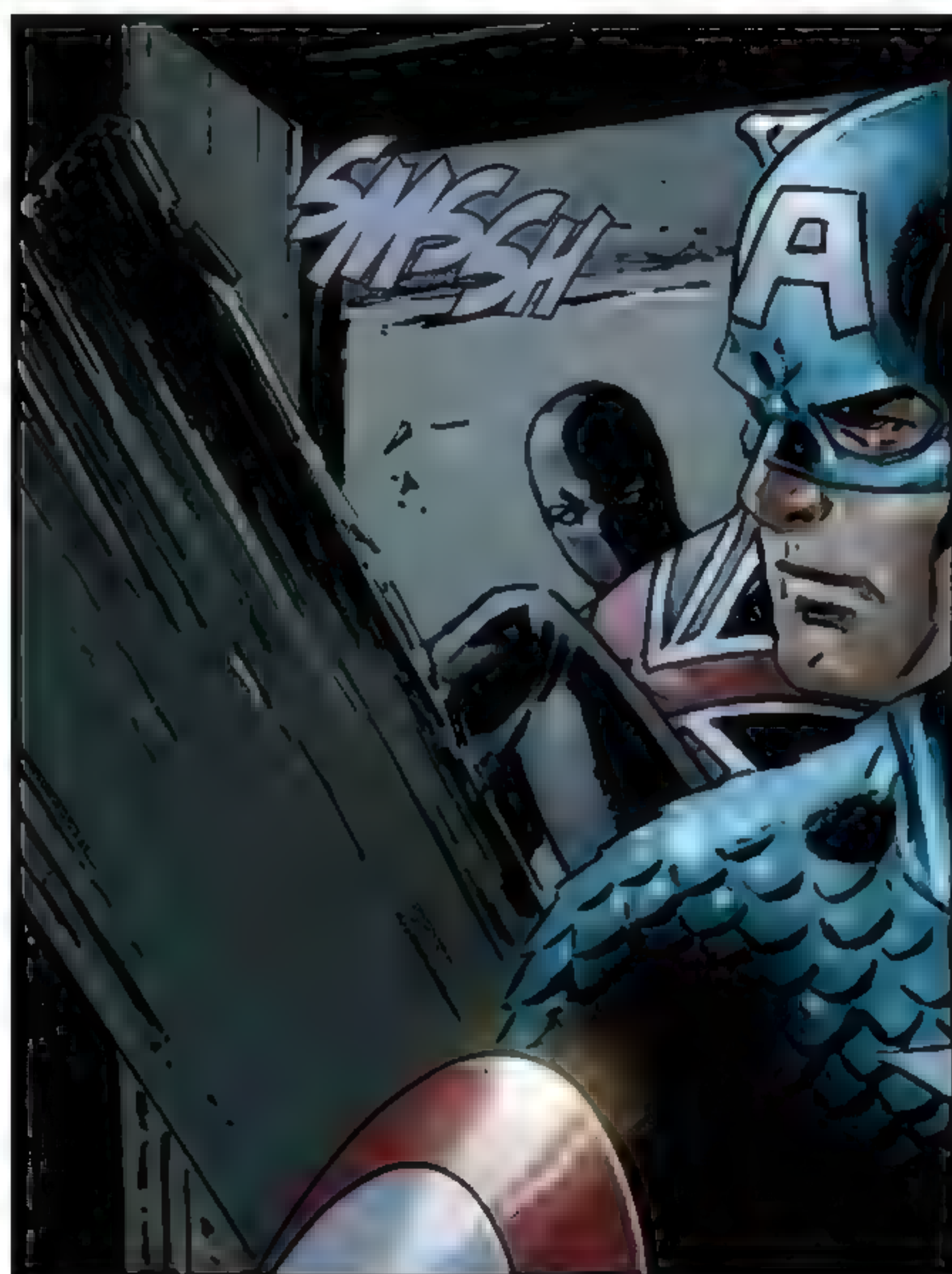
TALK ABOUT *UNDER THE RADAR*, HUNH?



HOLD ON.









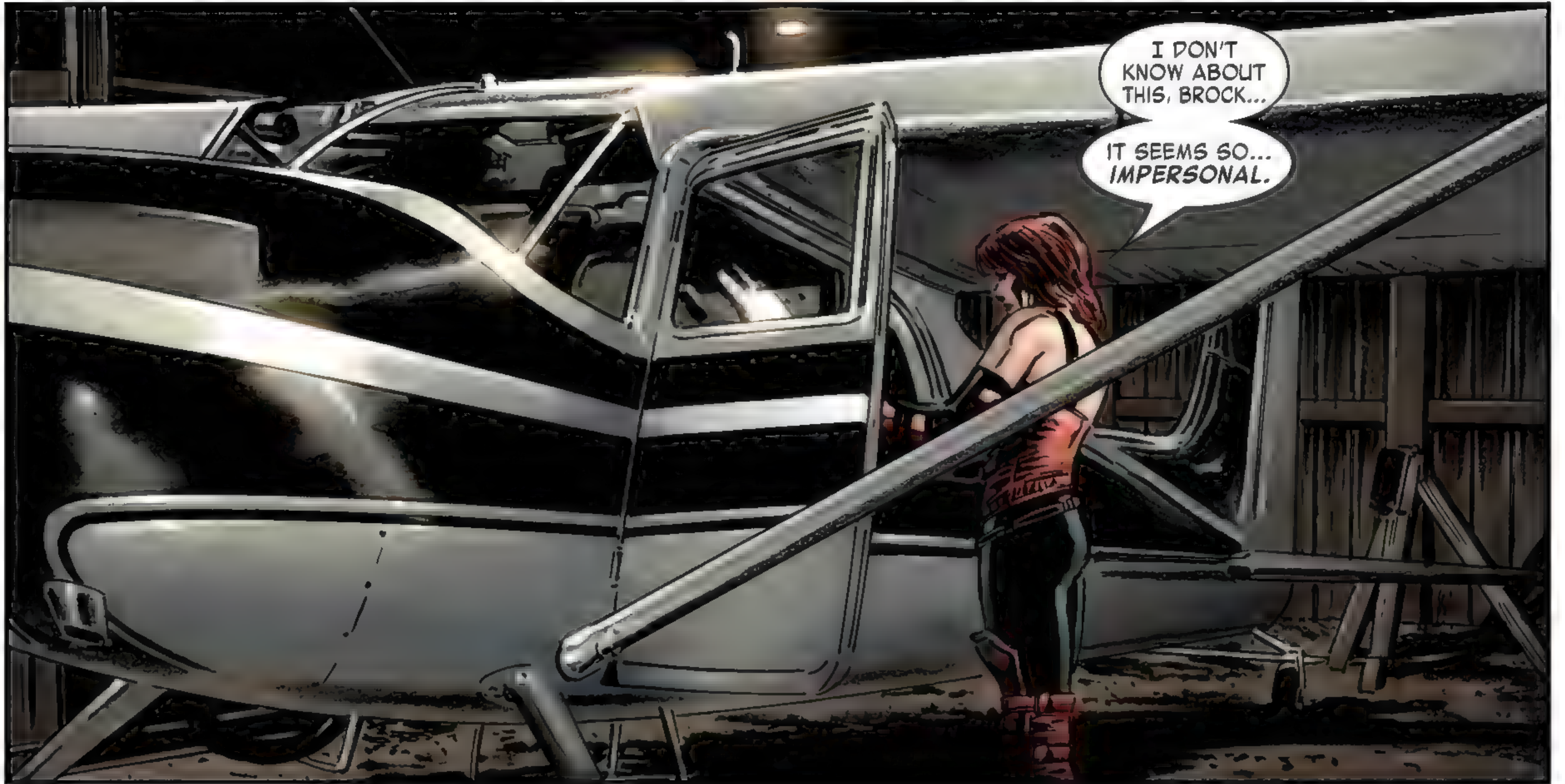




CAPTAIN AMERICA #20
"TWENTY-FIRST CENTURY BLITZ" PART THREE OF FOUR



★ **A Small Airstrip,
An Hour From London**



I DON'T
KNOW ABOUT
THIS, BROCK...

IT SEEMS SO...
IMPERSONAL.



WHAT COULD BE
MORE PERSONAL THAN A
PLANE FULLA EXPLOSIVES
KAMIKAZEING INTO THEIR
GRAND OPENING?

MY HANDS
AROUND THAT
CREEP'S NECK,
FOR ONE.



THAT'D BE
MORE PERSONAL,
AND A LOT
MORE FUN.

NO, YOU'RE
GONNA HAVE TO
TRUST ME ON
THIS, SIN...



WHO KNOWS
HOW MANY
SUPER-CREEPS'LL
BE ON THE LOOKOUT
TOMORROW
NIGHT?

SO WE
TAKE THE ROAD
LESS-TRAVELED.



WE HIT 'EM
WITH AN **AIRBORNE
ATTACK**...BLOW
THAT NEW KRONAS
BUILDING TO HELL
AN' BACK...

...AN' THEY'LL
NEVER EVEN
SEE US
COMIN'.

TWENTY-FIRST CENTURY BLITZ PART THREE OF FOUR



★England

SO, AERIAL
ATTACKS ON
LONDON...

WHAT'VE
WE FIGURED OUT
SO FAR?

THAT
GAVIN AT
MI-5 IS
A TWIT.

OOH...
YOU'RE PICKING
UP U.K. SLANG. I
LIKE IT.



BUT YOU'RE
RIGHT ABOUT
GAVIN.

THOUGH,
HONESTLY,
WHAT'S HE
GOING TO
DO?



HALT ALL
AIR-TRAFFIC
IN THE LONDON
AREA.



BASED ON A
HALF-BURNED
PLAN THAT CAN'T
BE CONFIRMED
THROUGH ANY
INTELLIGENCE
SOURCE...

...AND WHICH
HAD NO DATE
FOR THE ATTACK
ON IT?

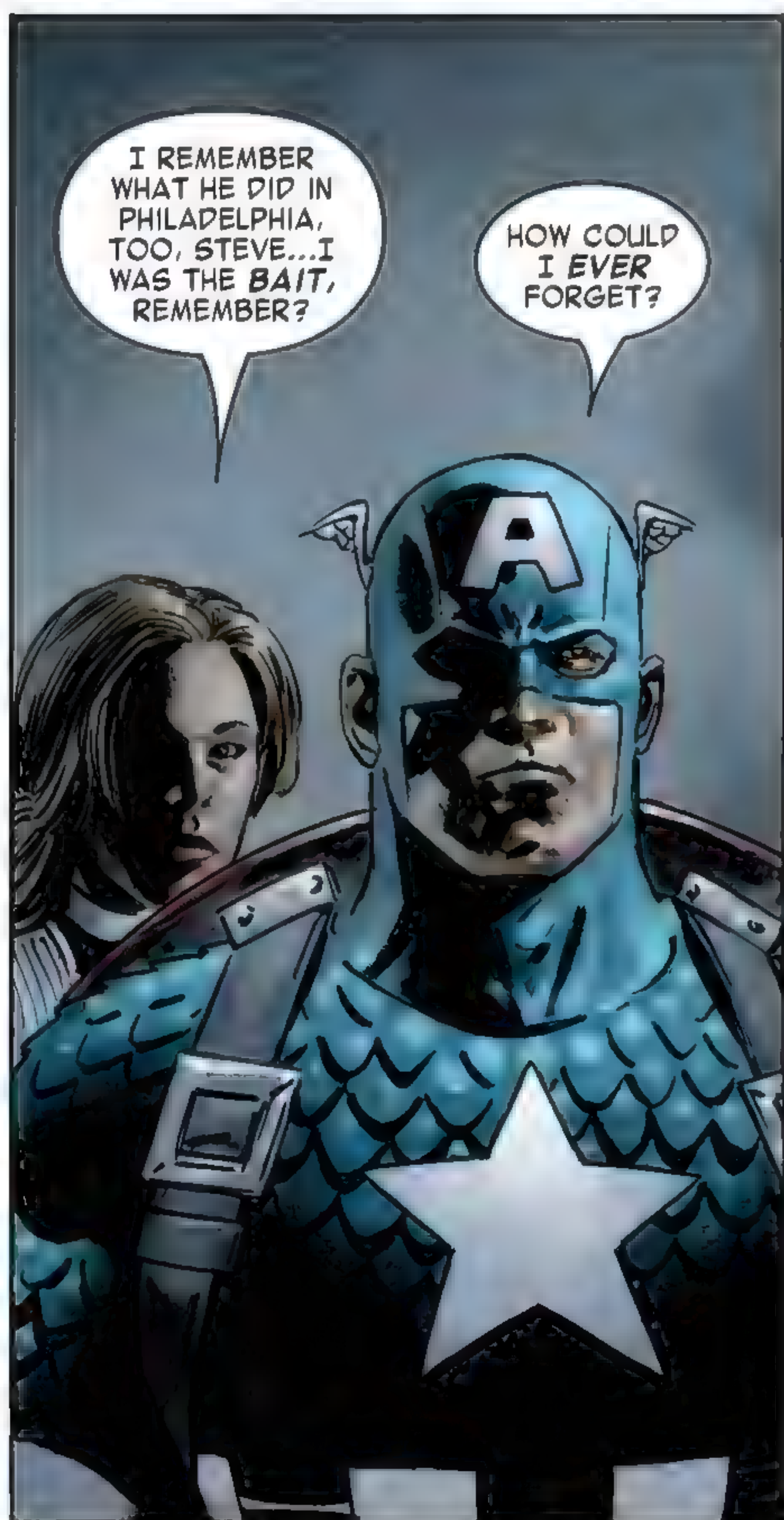


HE'S DONE
WHAT ANYONE
IN HIS POSITION
WOULD DO.

HEIGHTENED
SECURITY ON THE
GROUND AND SENT
HIS AGENTS LOOKING
FOR HOLES TO
STOP UP.

WE KNOW
THE DATE, IT'S
GOING TO BE
DURING THE KRONAS
GALA...

AND LUKIN IS
GOING TO TRY
TO TWIST IT TO
HIS ADVANTAGE
SOMEHOW.





"...AND WHAT
ELSE HE'S PLANNED
IN THAT SICK
MIND OF HIS."



IS
THIS...?

IT
CAN'T BE
THAT...



HOW COULD
HE KNOW
ABOUT--?



DAMN
HIM...



DAMN
HIM TO
HELL!



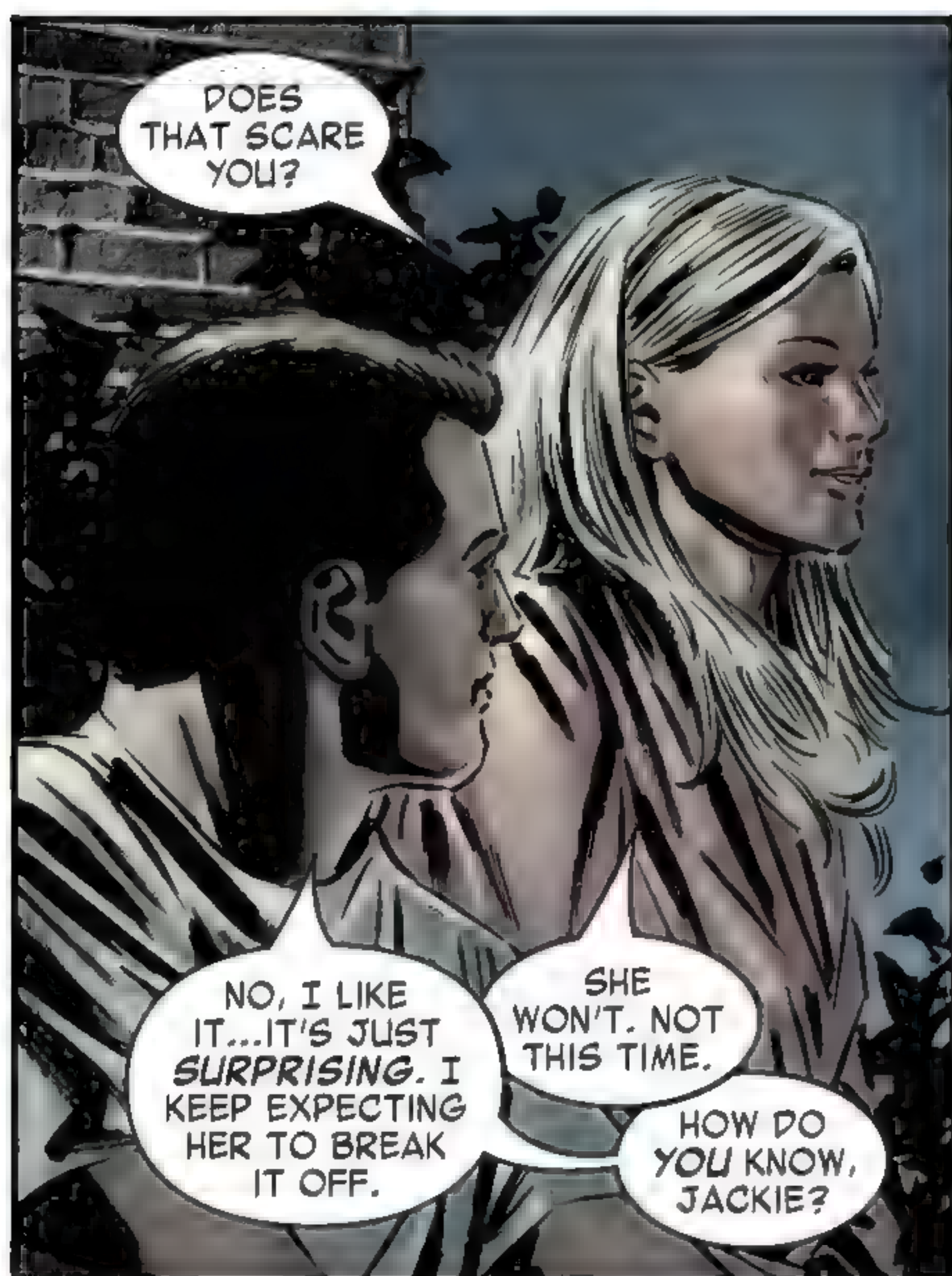
★ *Later That Night*



SO, YOU AND SHARON... IS IT SERIOUS?

I DON'T KNOW...WE HAVE HISTORY, AND THAT COMPLICATES IT.

BUT I HAVE TO SAY...*SHE* SEEMS MORE SERIOUS ABOUT IT THAN I WAS EXPECTING.



DOES THAT SCARE YOU?

NO, I LIKE IT...IT'S JUST *SURPRISING*. I KEEP EXPECTING HER TO BREAK IT OFF.

SHE WON'T. NOT THIS TIME.

HOW DO YOU KNOW, JACKIE?



I JUST DO...A WOMAN KNOWS.



I'VE REALLY MISSED THESE TALKS.

YOU SHOULD JOIN THE *AVENGERS*...THE NEW ONES.



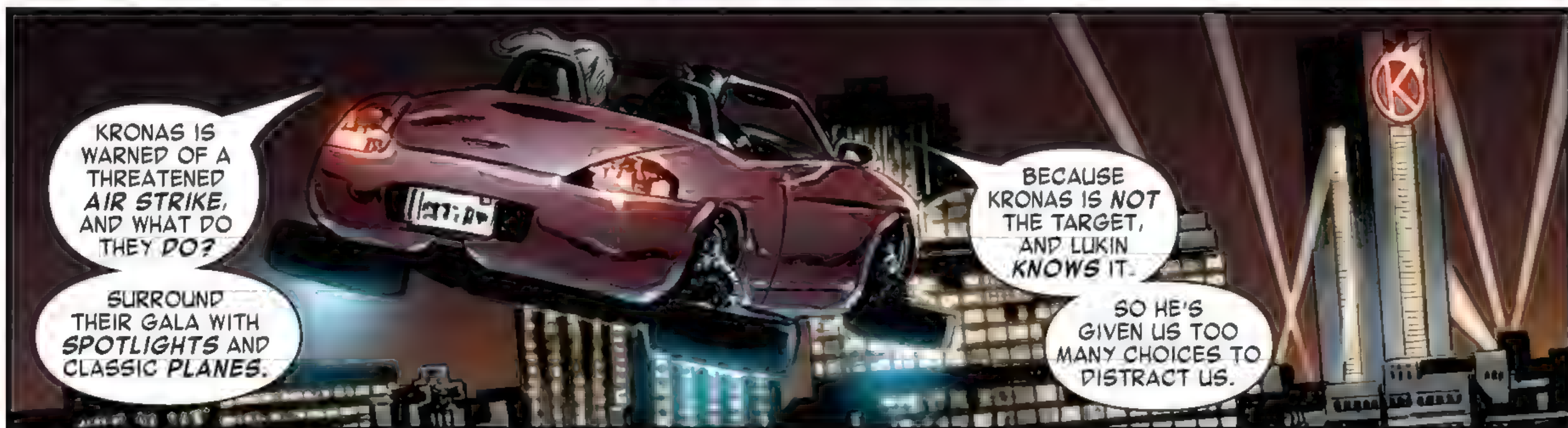
AND LEAVE ENGLAND? NEVER.

BESIDES, WE'VE GOT TROUBLE OVER HERE, TOO...AND SOMEONE NEEDS TO BE AROUND TO STOP IT.

★ *The Next Day*



WOULD YOU LOOK AT THAT?



KRONAS IS WARNED OF A THREATENED AIR STRIKE, AND WHAT DO THEY DO?

SURROUND THEIR GALA WITH SPOTLIGHTS AND CLASSIC PLANES.

BECAUSE KRONAS IS NOT THE TARGET, AND LUKIN KNOWS IT.

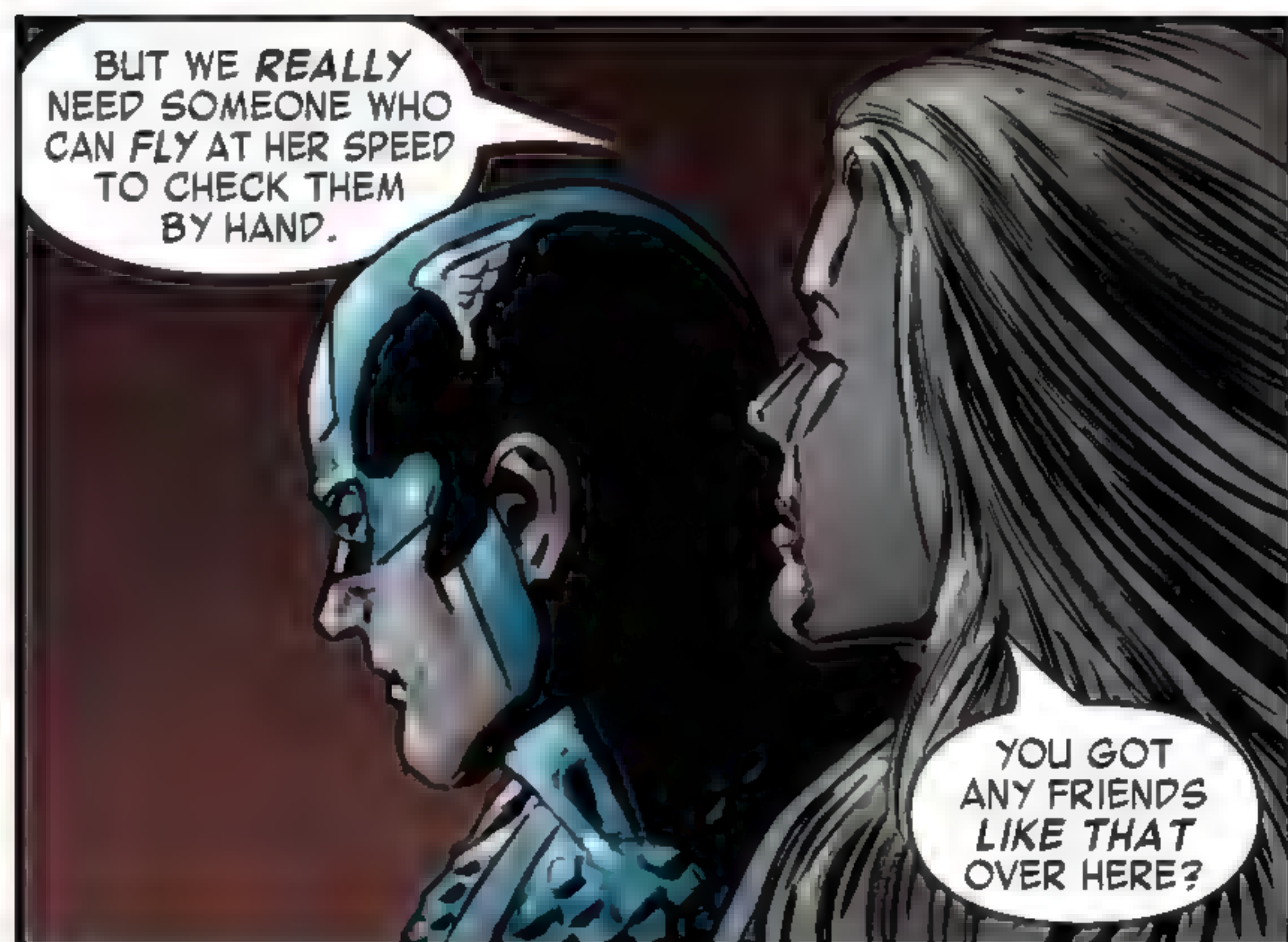
SO HE'S GIVEN US TOO MANY CHOICES TO DISTRACT US.



THIS IS WHAT HE DOES.

SO HOW DO WE STOP HIM, THEN?

SPITFIRE AND UNION JACK ARE SEARCHING THE RECORDS OF ALL THE PLANES IN THE AIR...

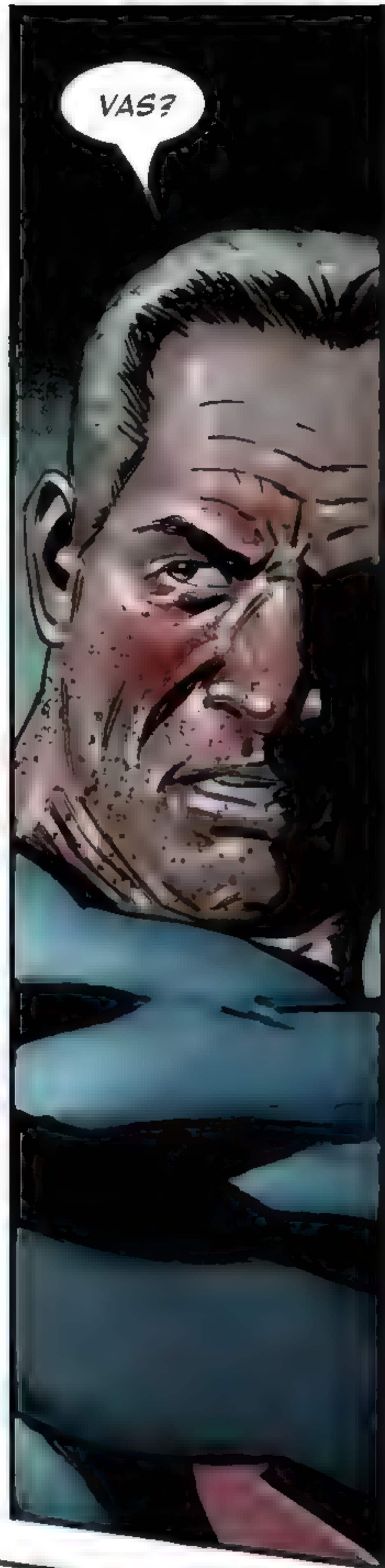


BUT WE REALLY NEED SOMEONE WHO CAN FLY AT HER SPEED TO CHECK THEM BY HAND.

YOU GOT ANY FRIENDS LIKE THAT OVER HERE?















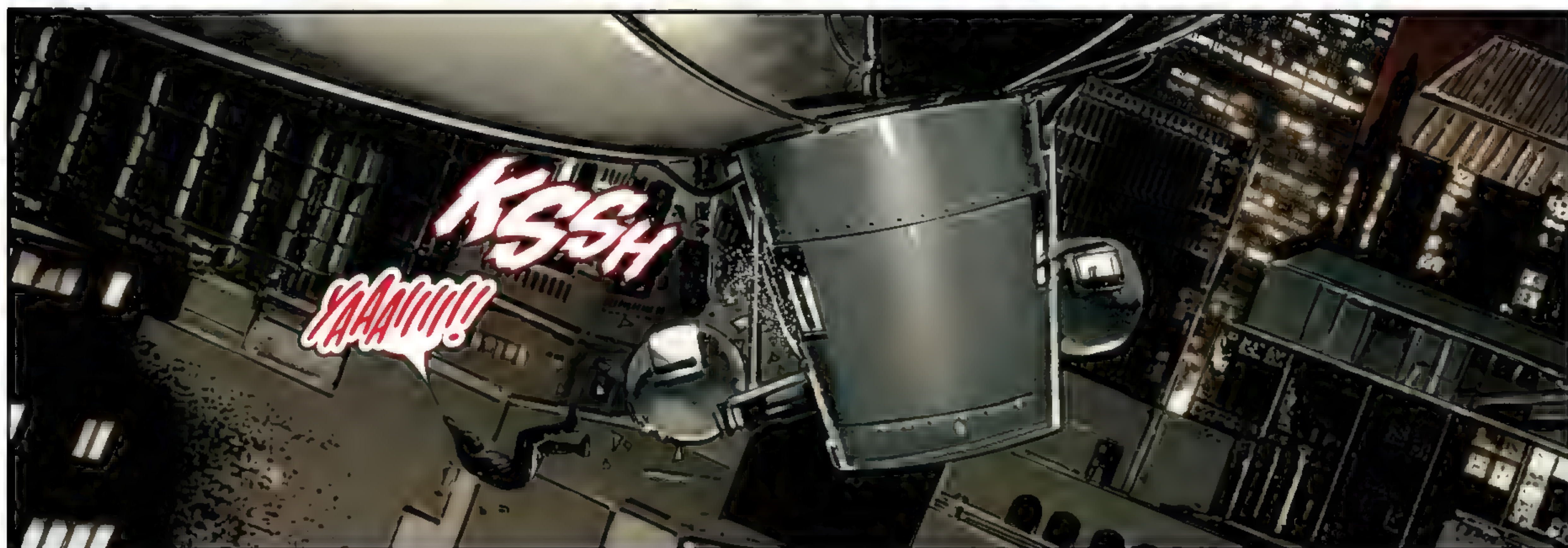
AND BE
CAREFUL!

THERE'S
ANOTHER OF
THESE MONSTERS
ON BOARD!



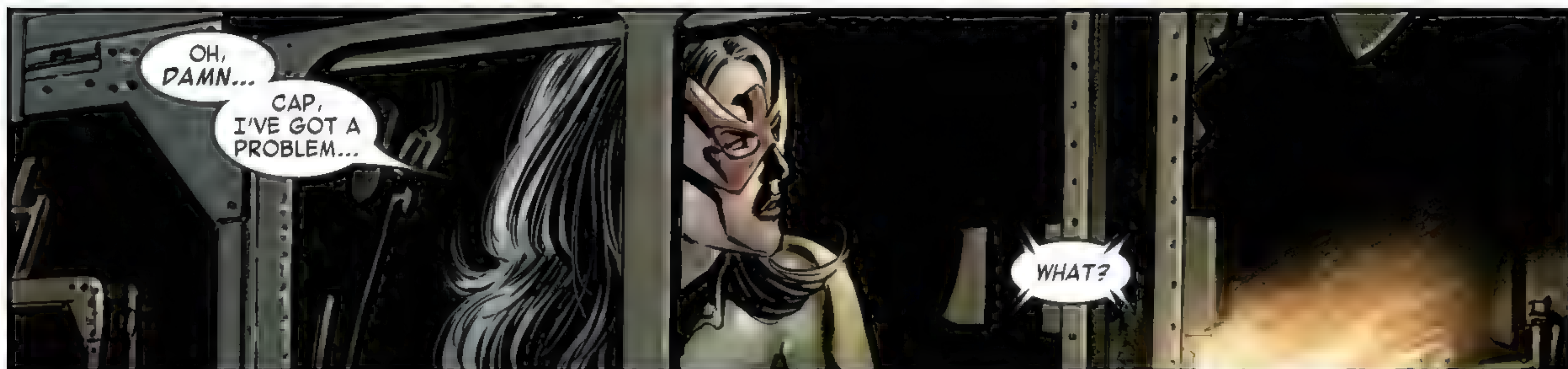
NOT FOR
LONG...

VAS IS--



KSSH

YAAAA!!!



OH,
DAMN...

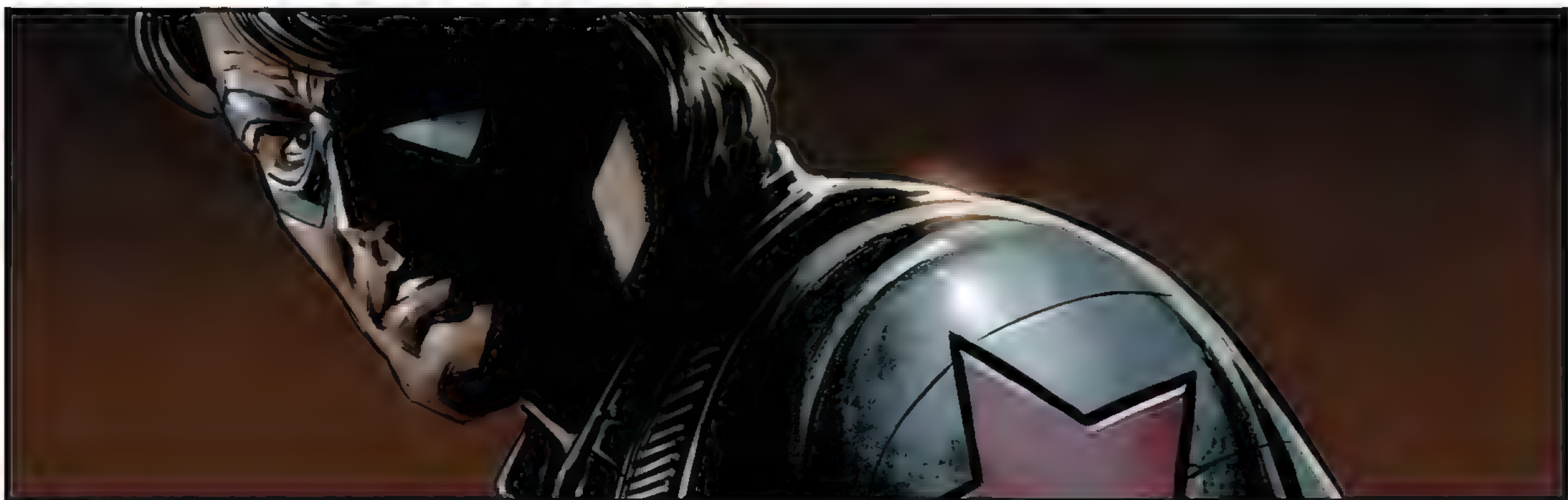
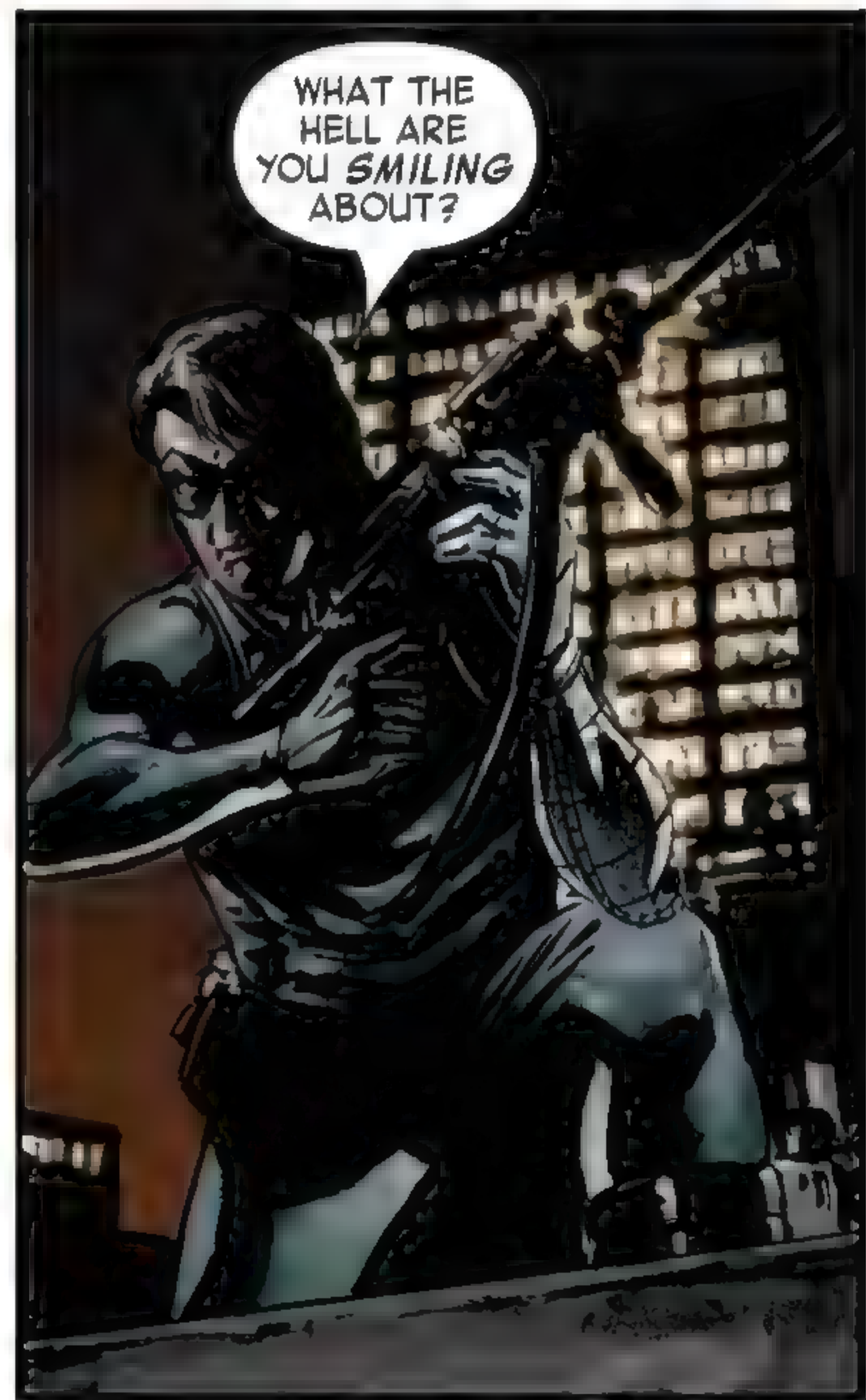
CAP,
I'VE GOT A
PROBLEM...

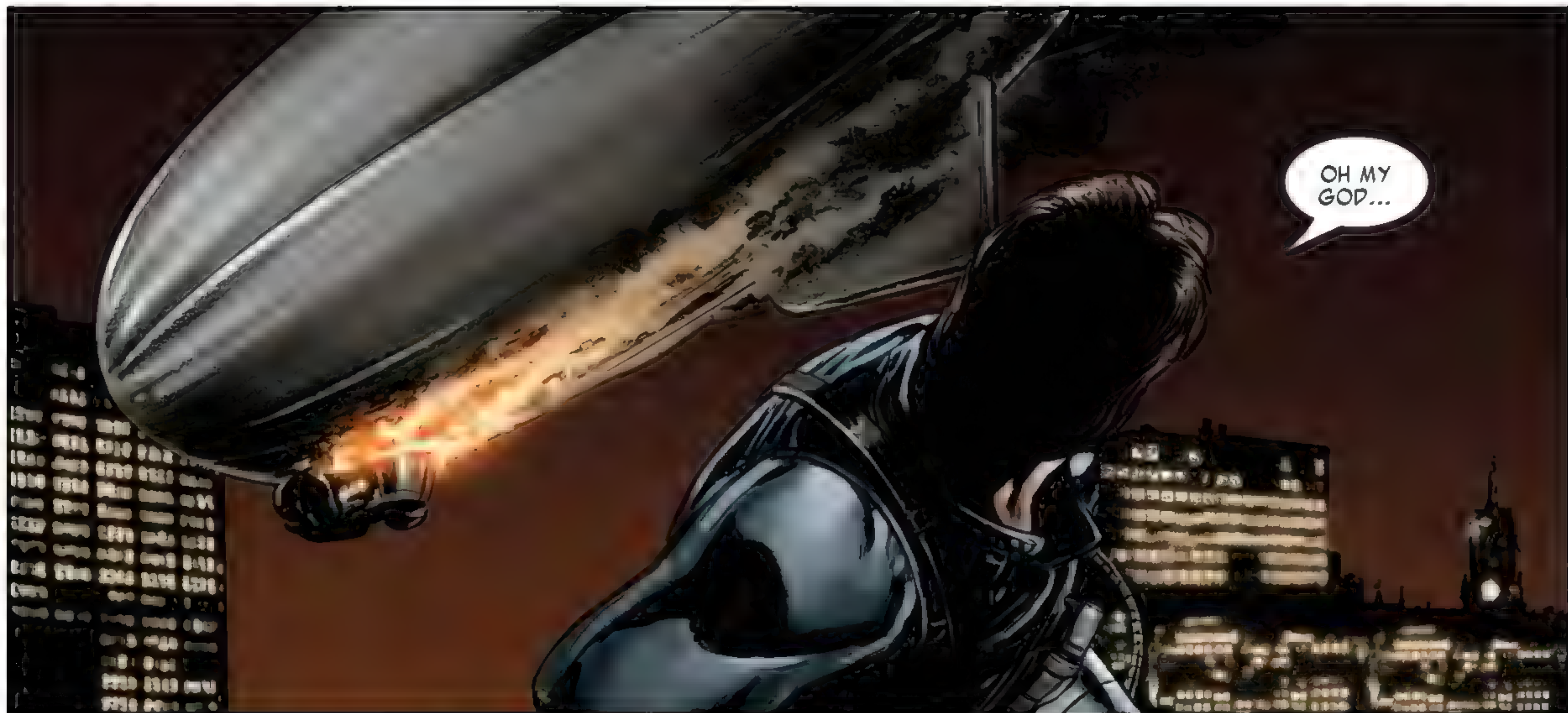
WHAT?

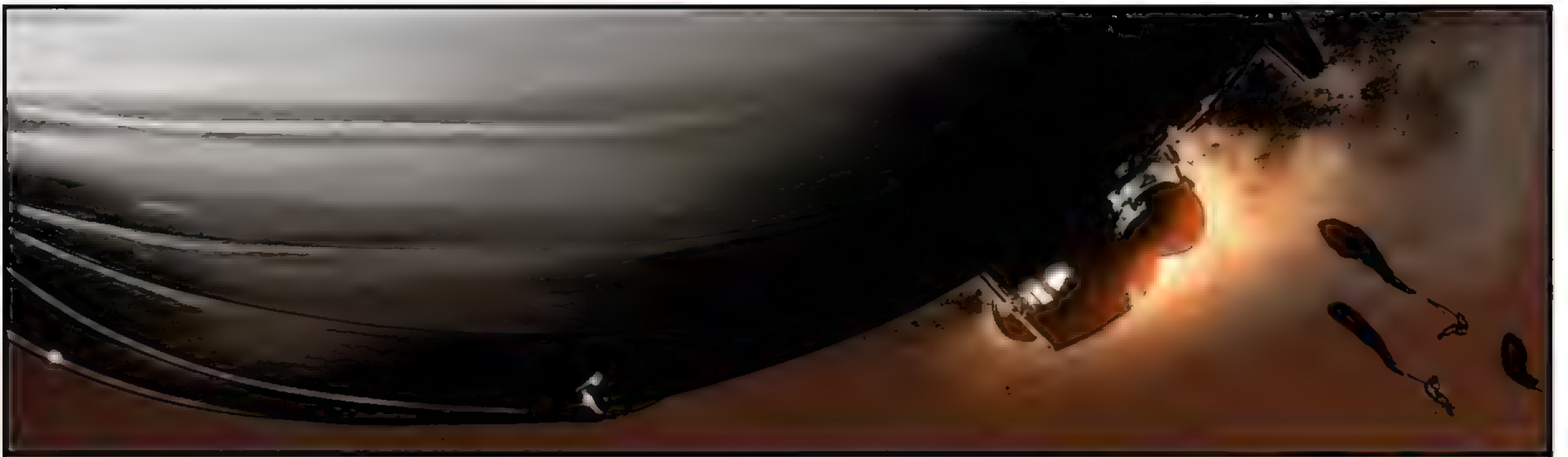


WELL...I
TOOK OUT THAT
MASTER RACE THUG.
HE'S ON THE ROOFTOPS
BELOW, HOPEFULLY
INJURED...

BUT I
MANAGED TO
SET THE BLOODY
SHIP ON FIRE IN
THE PROCESS.





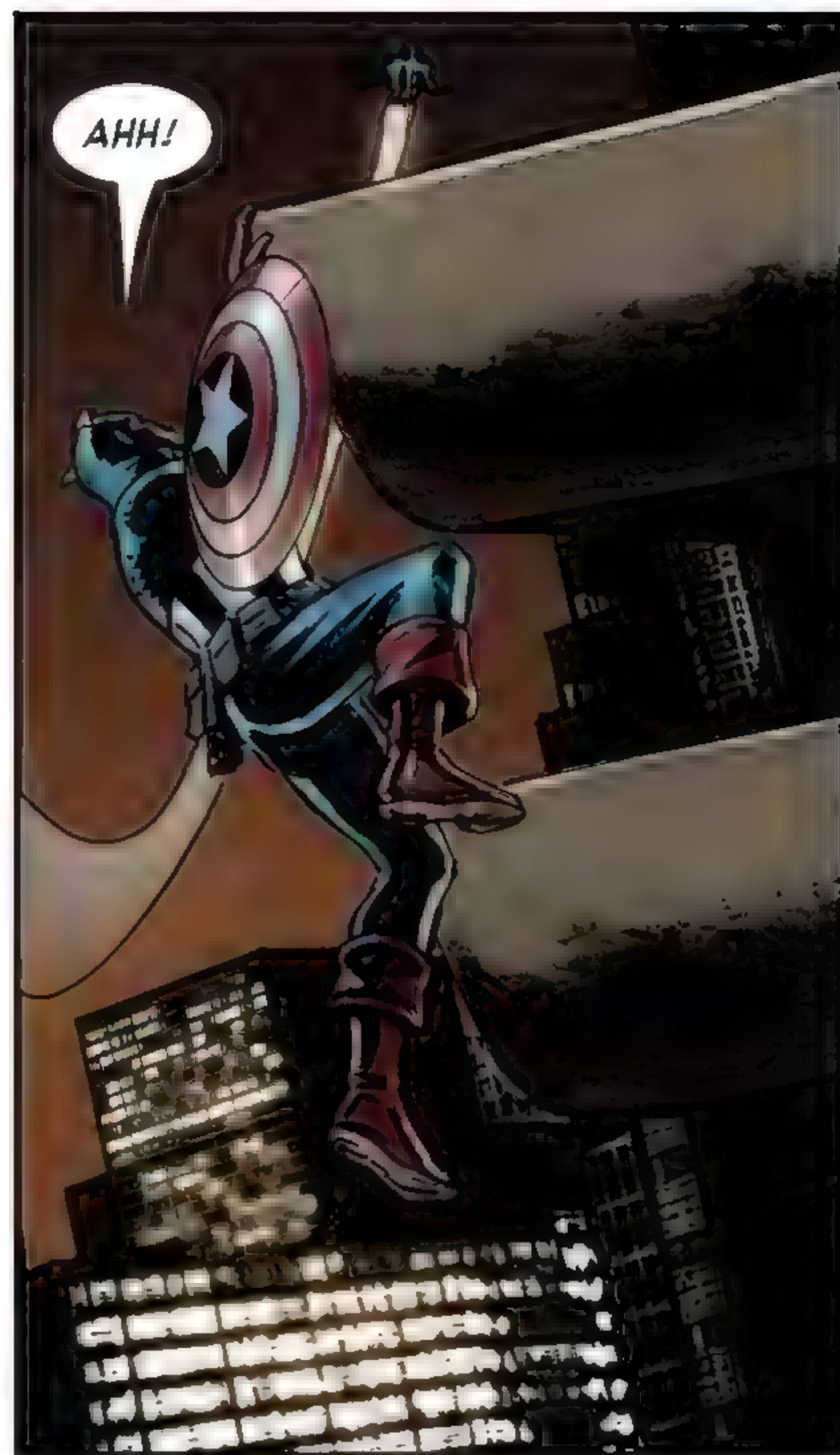


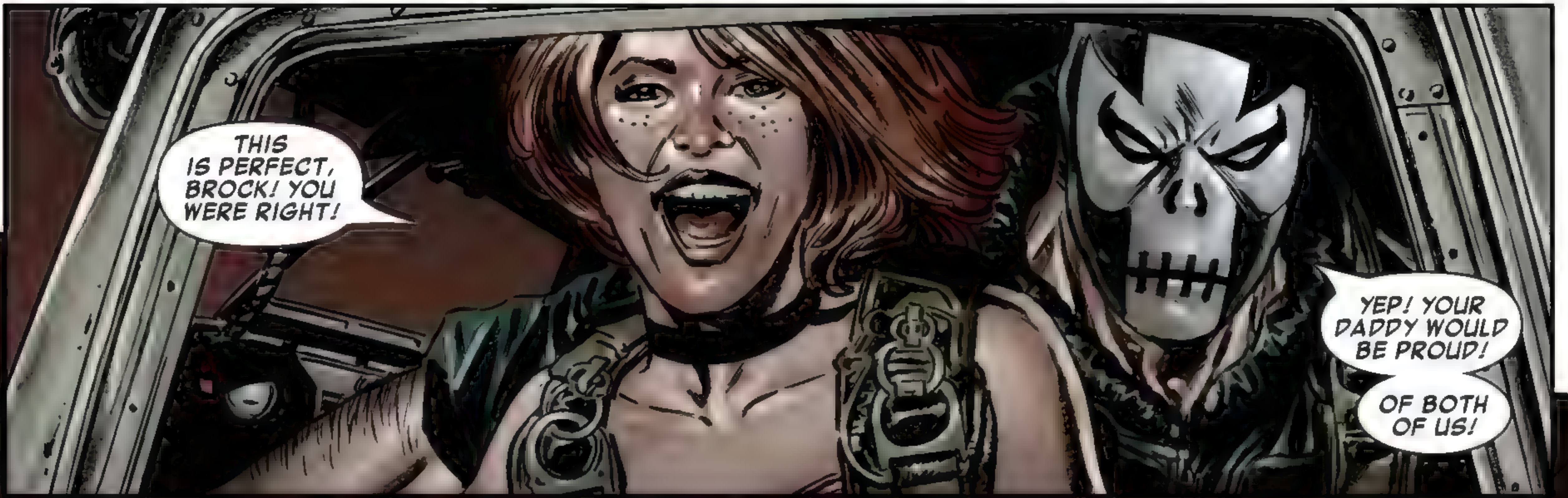
ENOUGH OF
PLAYING.

YOU ARE
NOT ONLY
ONE--

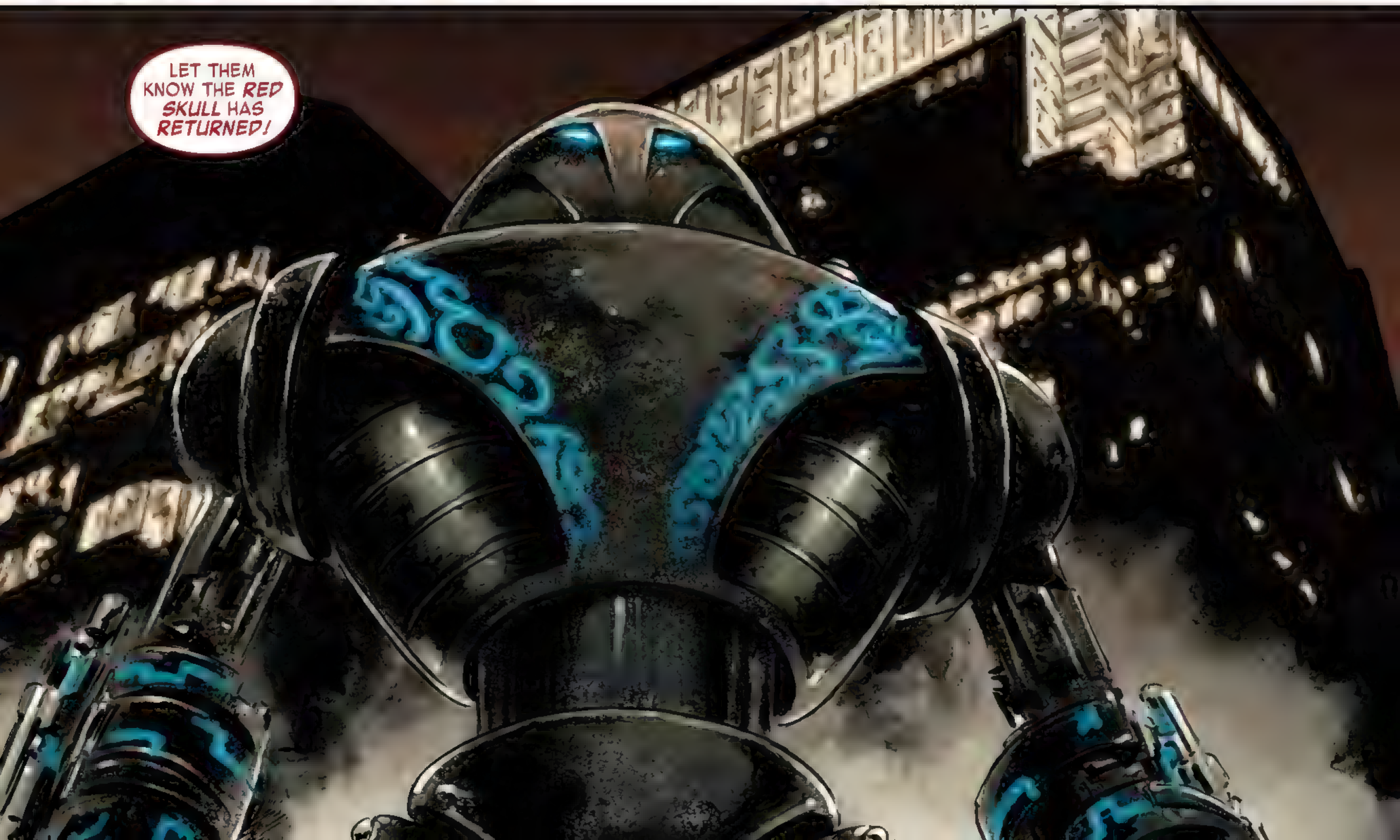
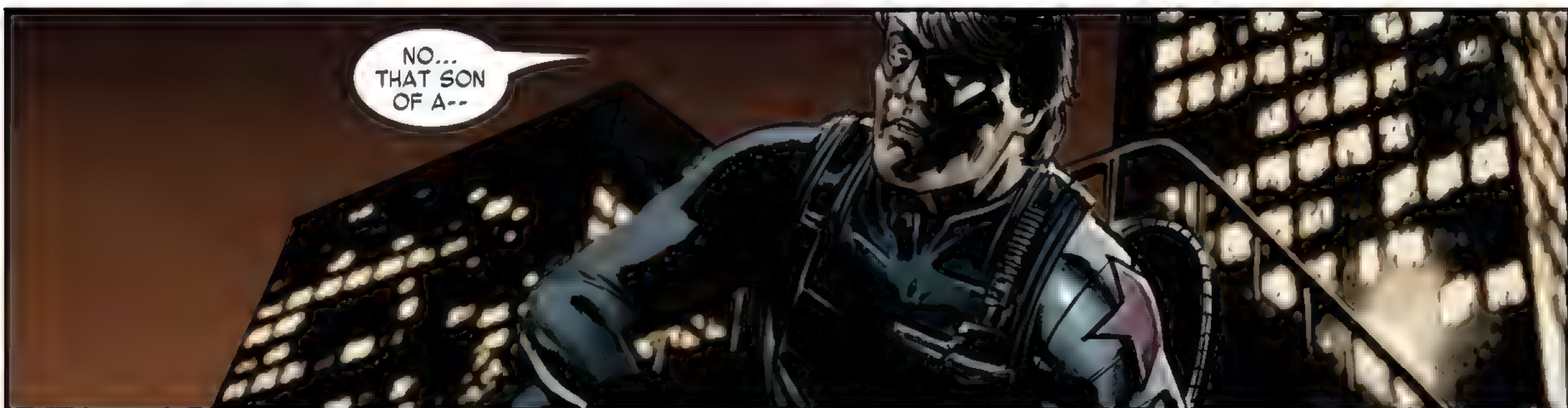
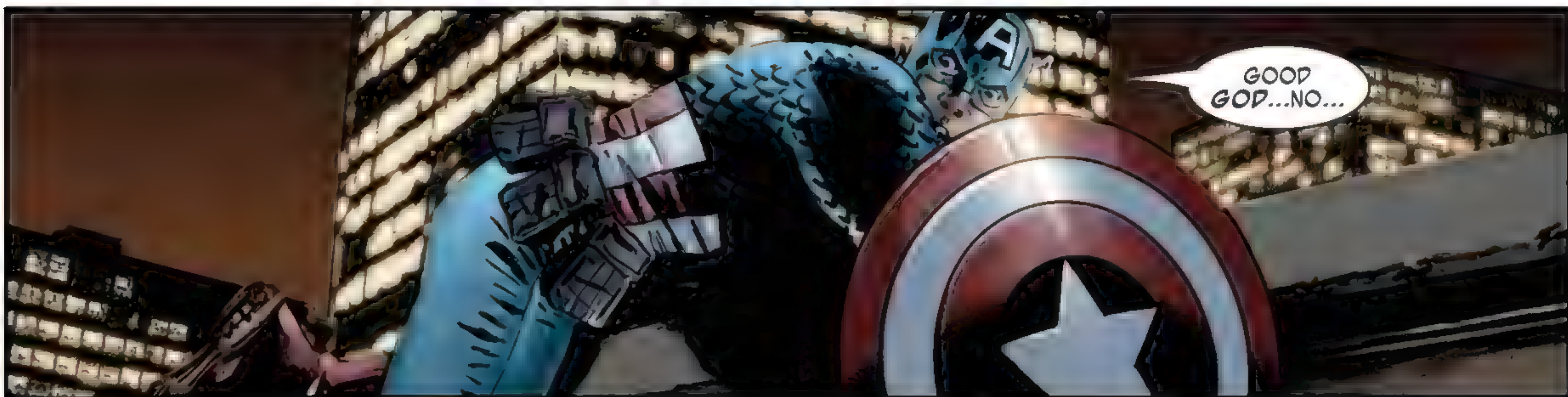
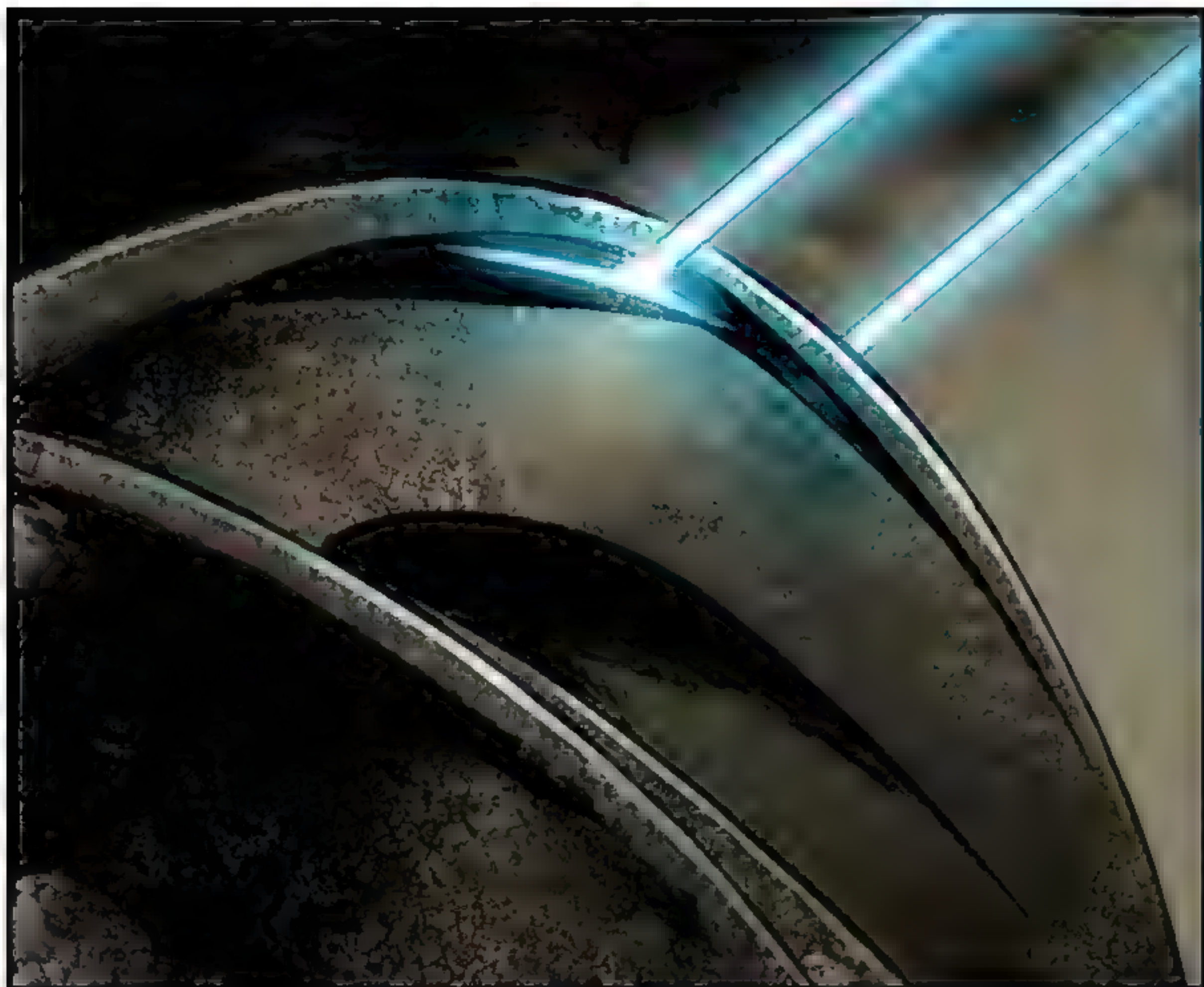
--WHO IS
FAST.









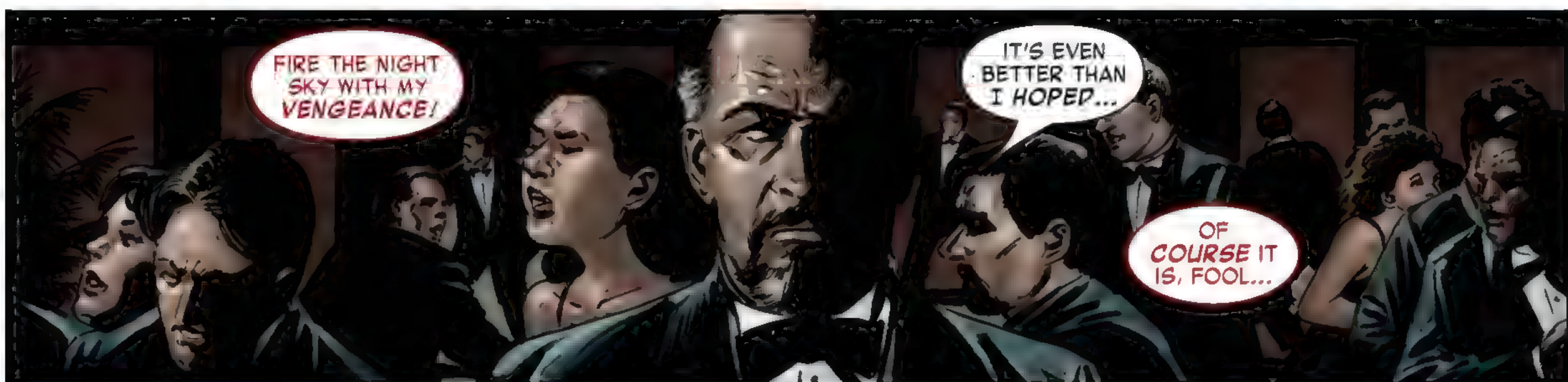




CAPTAIN AMERICA #21
"TWENTY-FIRST CENTURY BLITZ" CONCLUSION



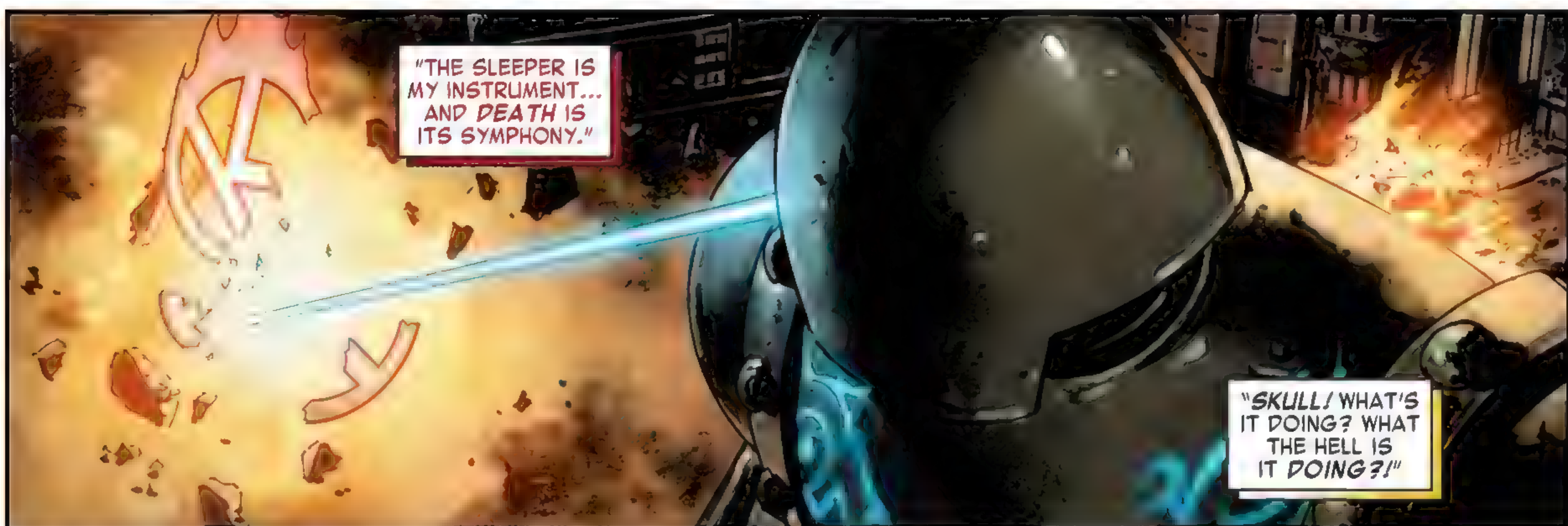
"YES! YES! MARK
THIS HATED CITY FOR
ME, YOU TERRIBLE
CREATURE!"



FIRE THE NIGHT
SKY WITH MY
VENGEANCE!

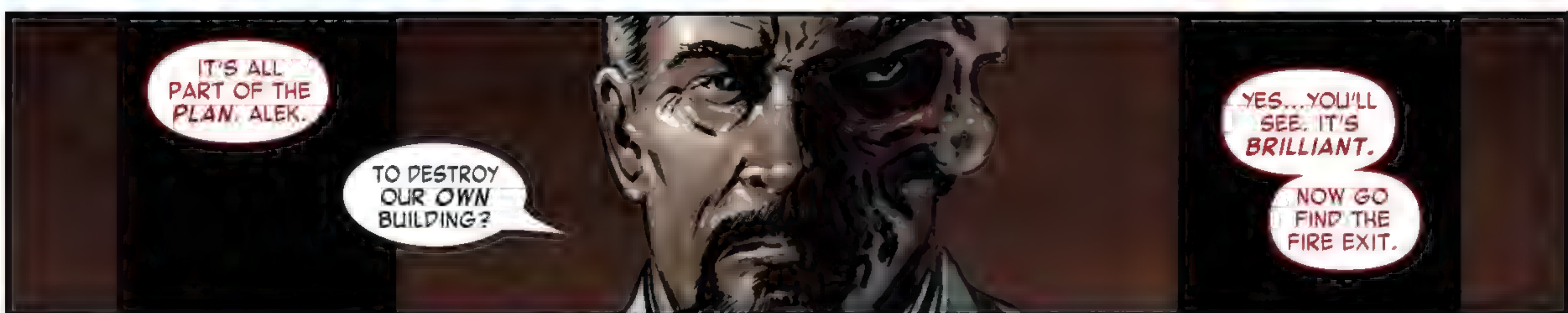
IT'S EVEN
BETTER THAN
I HOPED...

OF
COURSE IT
IS, FOOL...



"THE SLEEPER IS
MY INSTRUMENT...
AND DEATH IS
ITS SYMPHONY."

"SKULL! WHAT'S
IT DOING? WHAT
THE HELL IS
IT DOING?!"



IT'S ALL
PART OF THE
PLAN, ALEK.

TO DESTROY
OUR OWN
BUILDING?

YES...YOU'LL
SEE. IT'S
BRILLIANT.

NOW GO
FIND THE
FIRE EXIT.



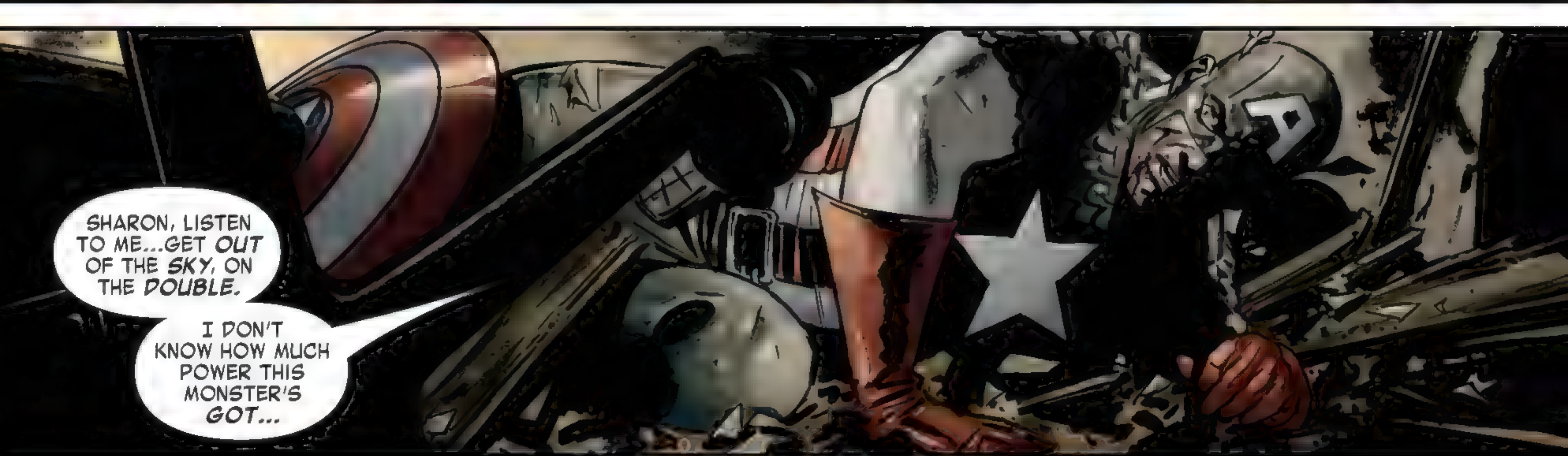
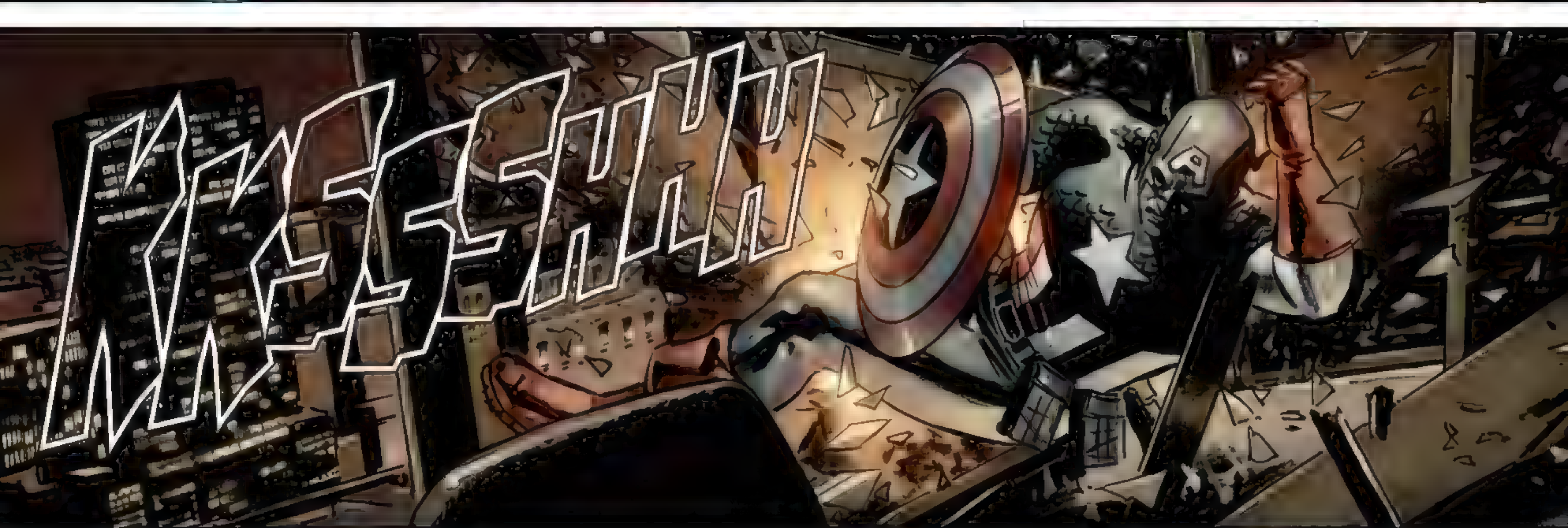
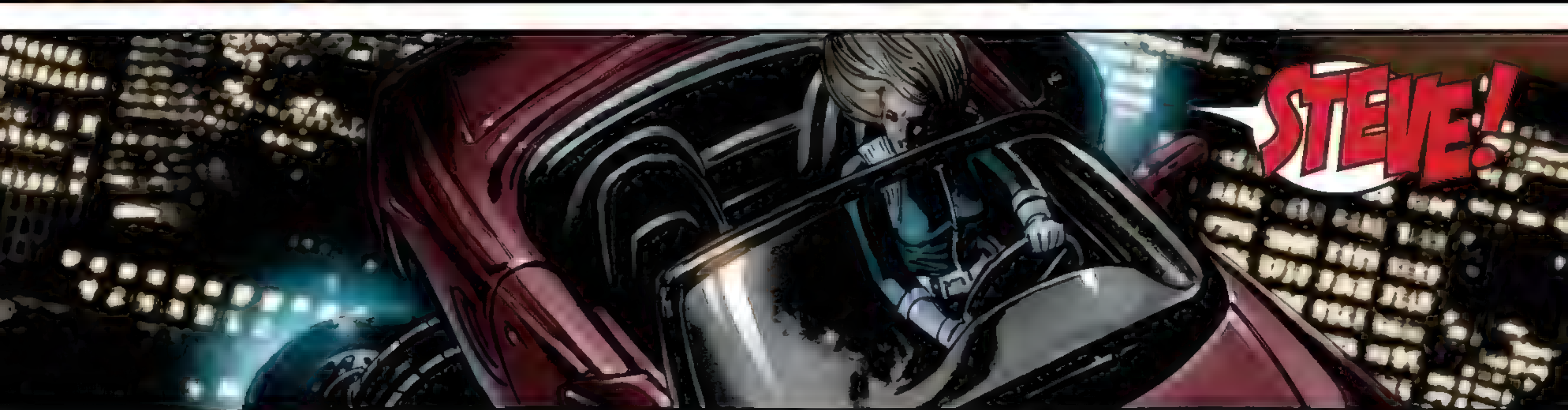
SHARON,
I'VE GOT TO
TAKE THIS THING
DOWN--NOW!

WAIT!
HOW'RE YOU--
HOW?



TWENTY-FIRST CENTURY BLITZ

CONCLUSION



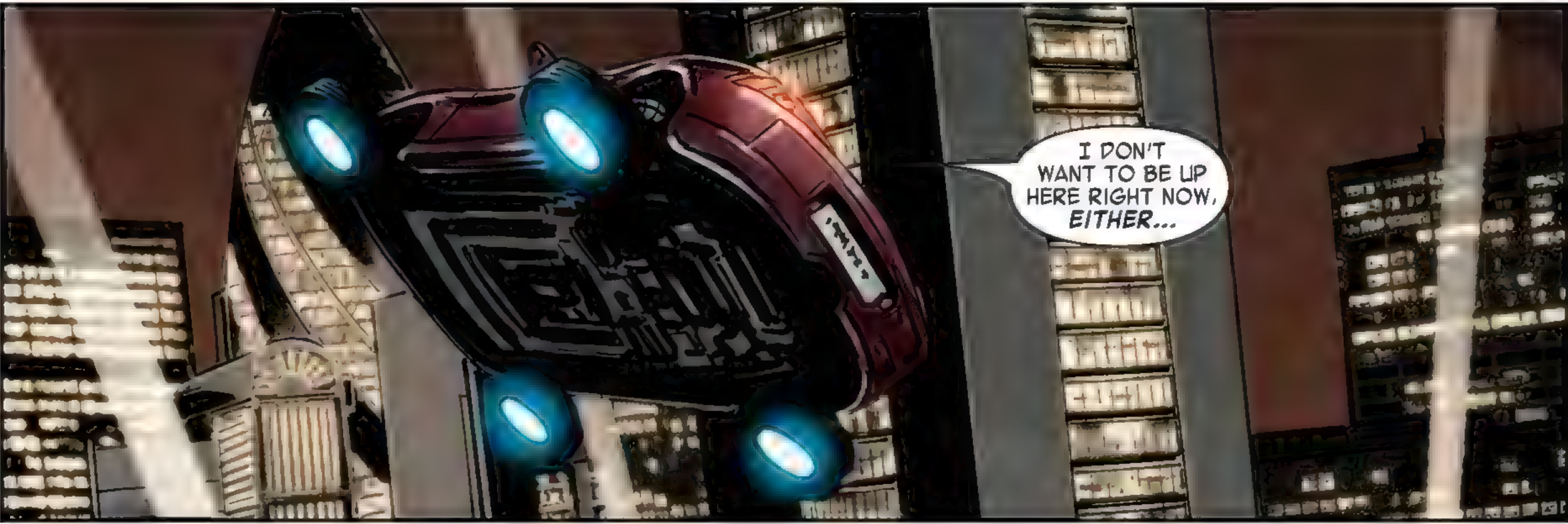
SHARON, LISTEN
TO ME...GET OUT
OF THE SKY, ON
THE DOUBLE.

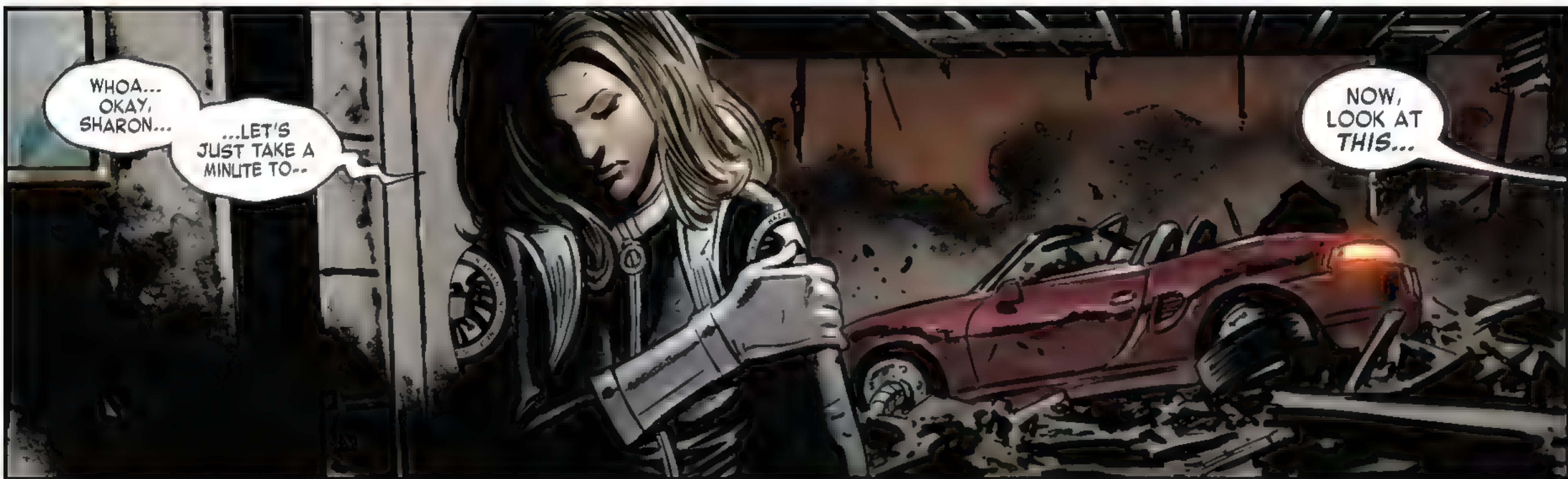
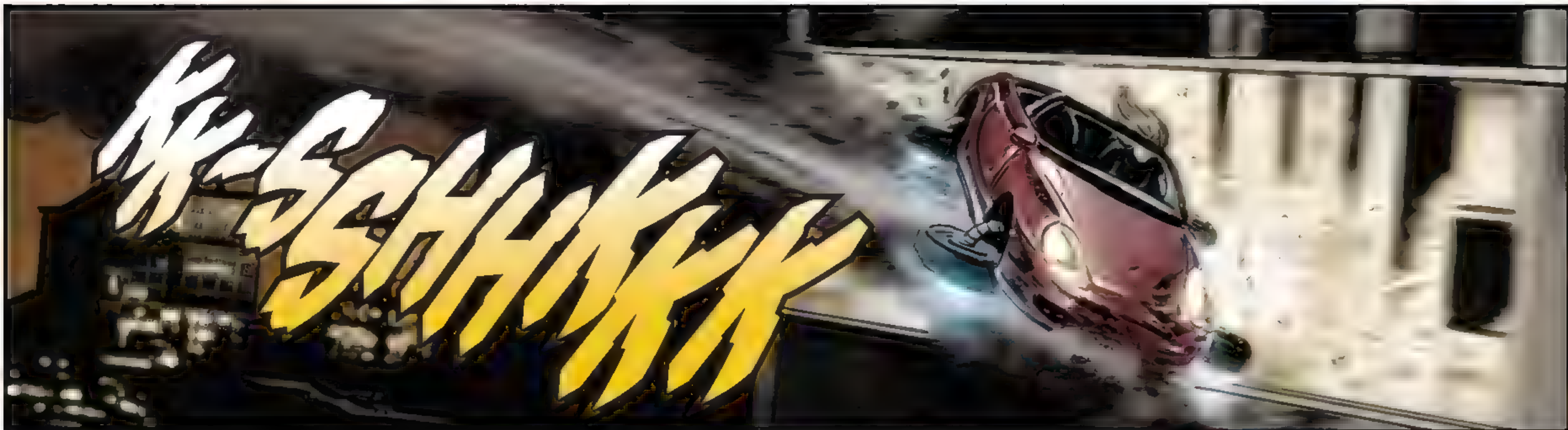
I DON'T
KNOW HOW MUCH
POWER THIS
MONSTER'S
GOT...



"...BUT I DON'T
WANT YOU IN
THE PATH OF
THOSE BEAMS.

"YOU SAW WHAT IT
DID TO THAT PLANE...
DISINTEGRATED."









LOOK, YOU TWO
FIND **MASTER MAN**...
WE HAVE TO BRING THIS
SLEEPER ROBOT **DOWN**,
AND WE DON'T NEED
ANY **WILD CARDS**
OUT THERE.

WHAT
ABOUT
BUCKY?

I'LL
DEAL WITH
HIM.



KAAANG

BREAK--
DAMN YOU!
BREAK!



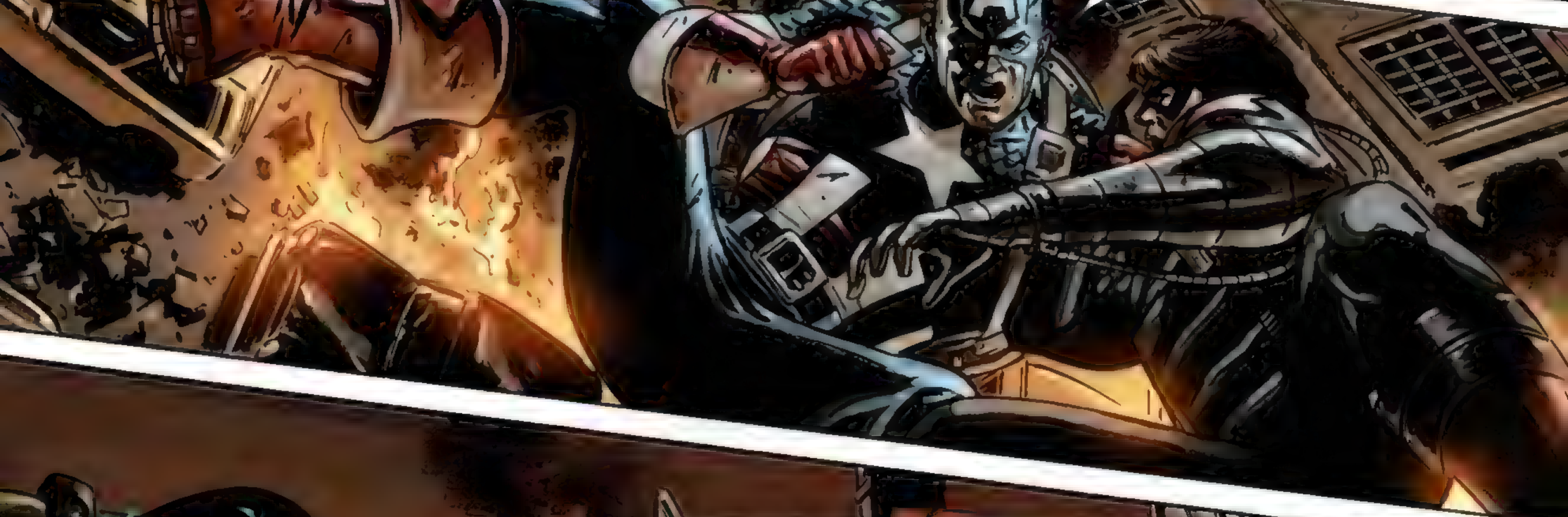
Rrrzzzz



...OH...



BUCK!
GET
AWAY FROM
THERE!!







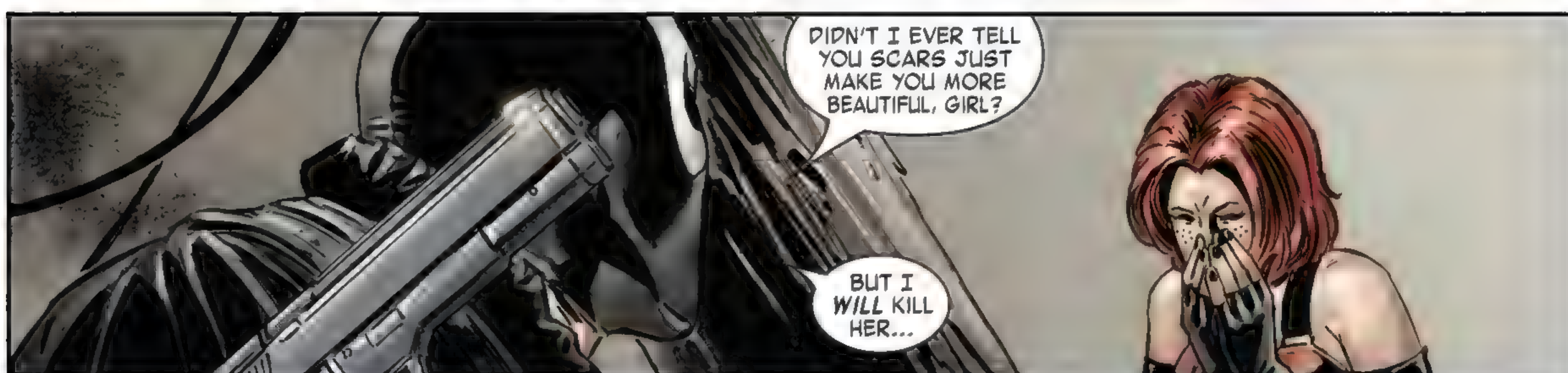


WELL, BABE...
TIME'S UP,
I GUESS.

YOU KEEP
PASSIN'
OUT ON US,
ANYWAY...

I THINK
SHE BROKE
BY POSE,
BROG!

KILL
HER!



DIDN'T I EVER TELL
YOU SCARS JUST
MAKE YOU MORE
BEAUTIFUL, GIRL?

BUT I
WILL KILL
HER...



YOU'LL DO
NOTHING OF
THE KIND, MISTER
CROSS...

CLICK



...AGENT 13'S
DEATH ISN'T PART
OF THE PLAN...
NOT TODAY.

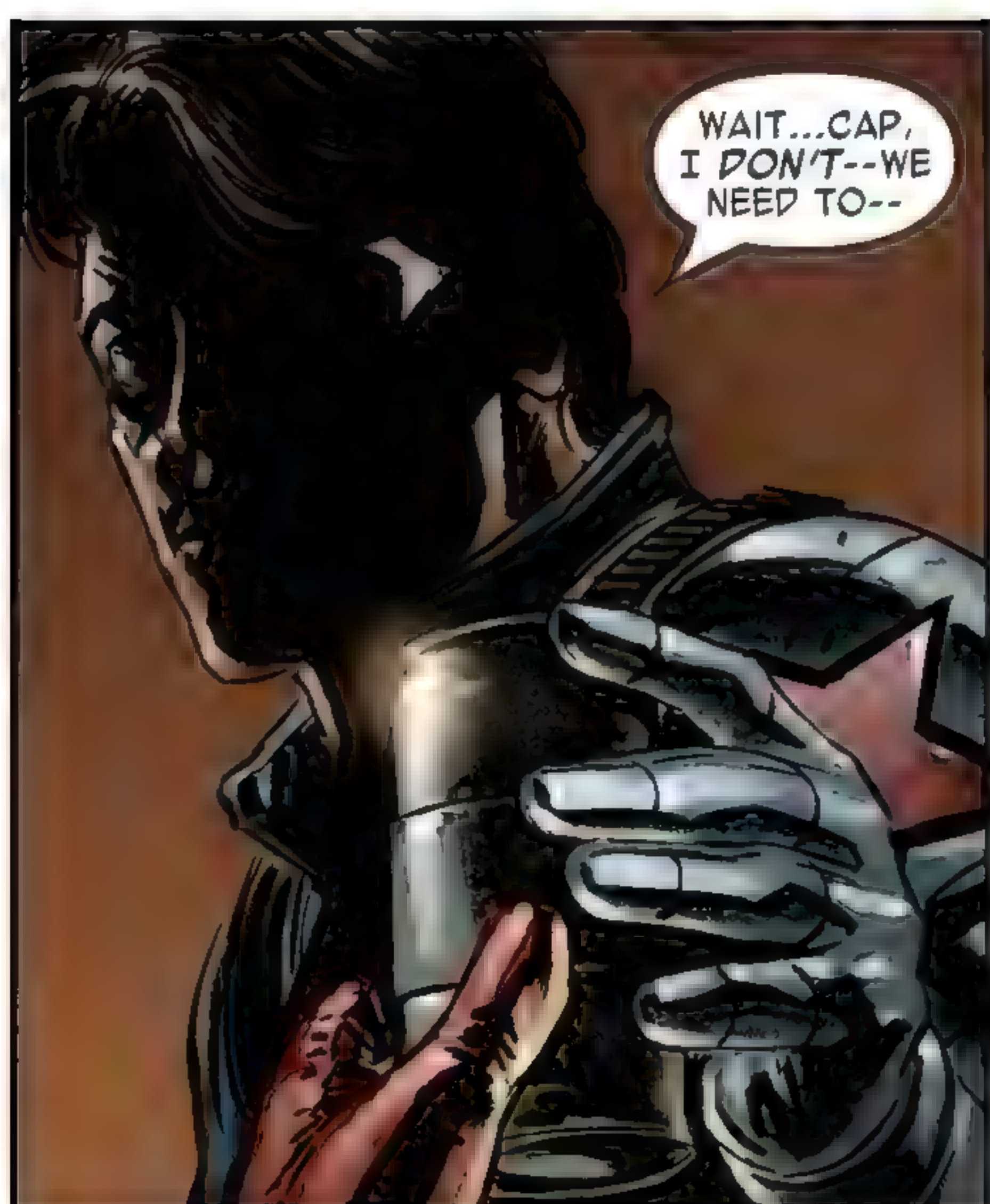
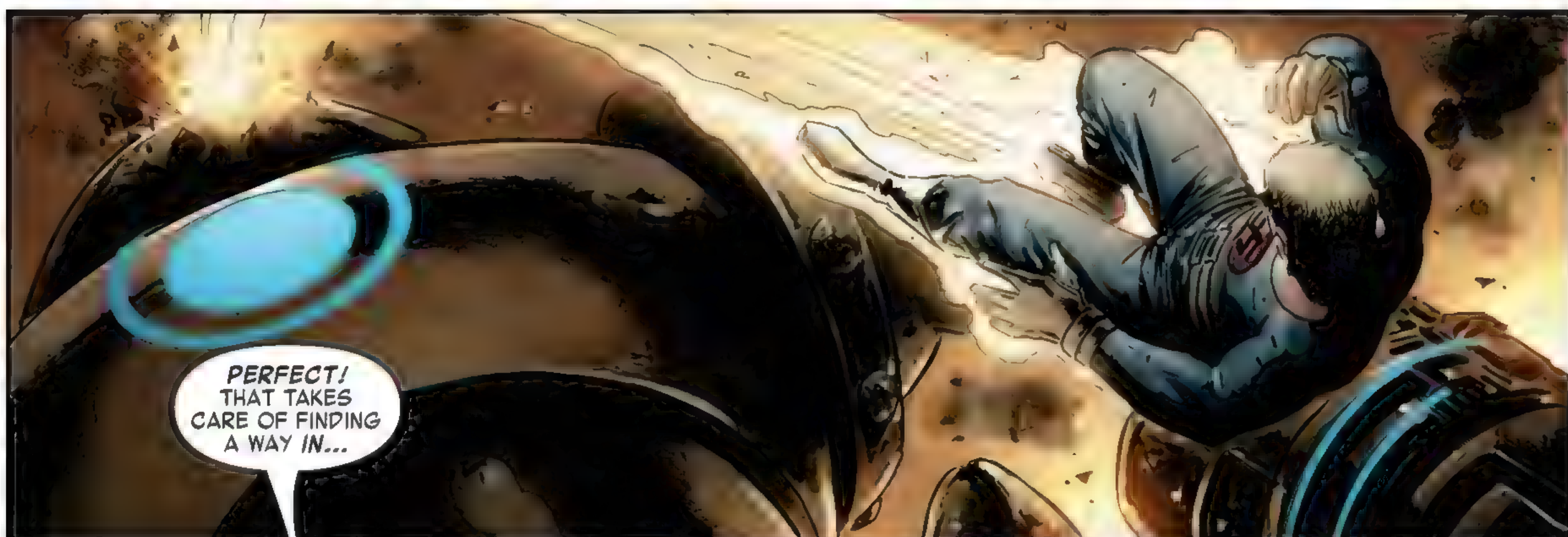
WHAT THE
HELL?

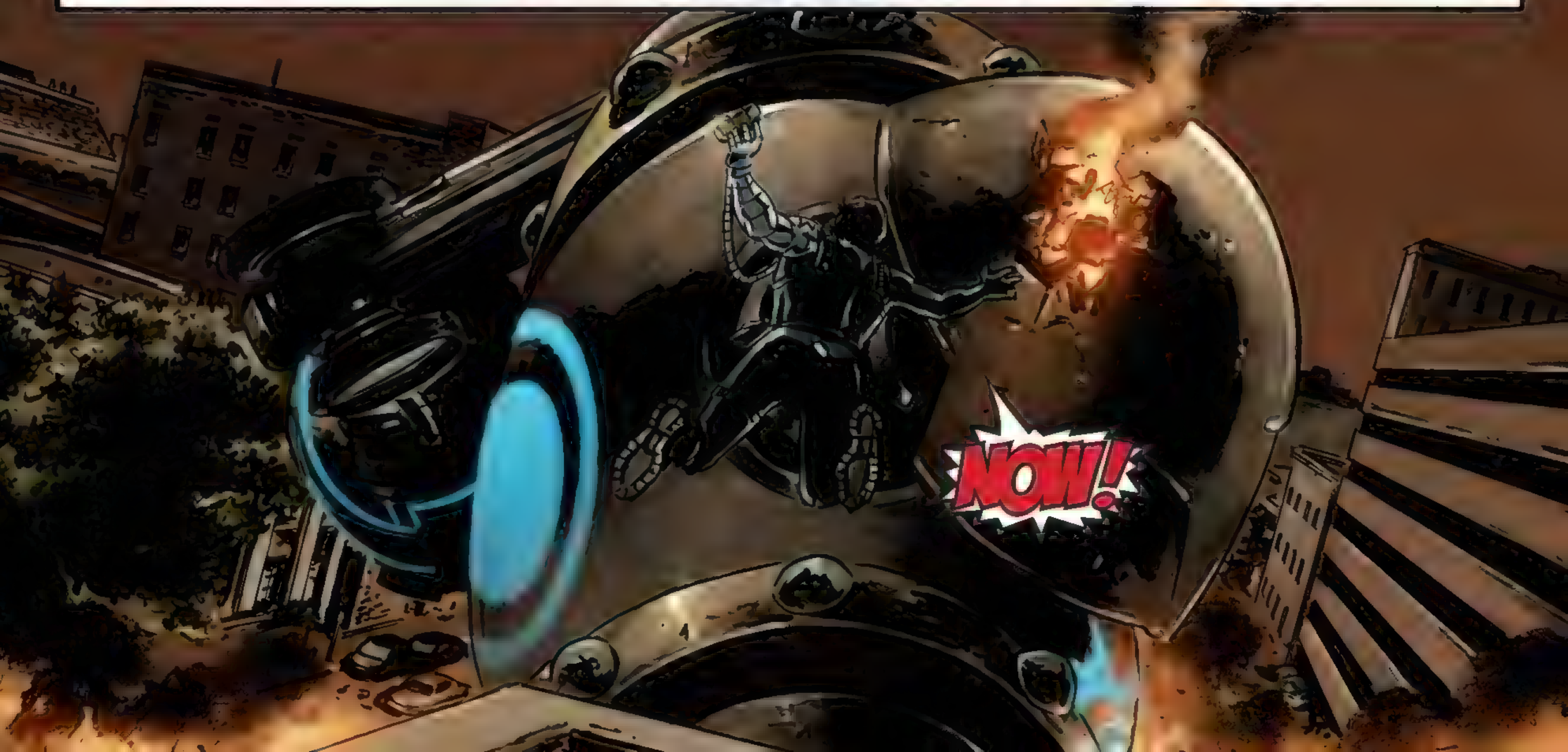
I DEW
ID...

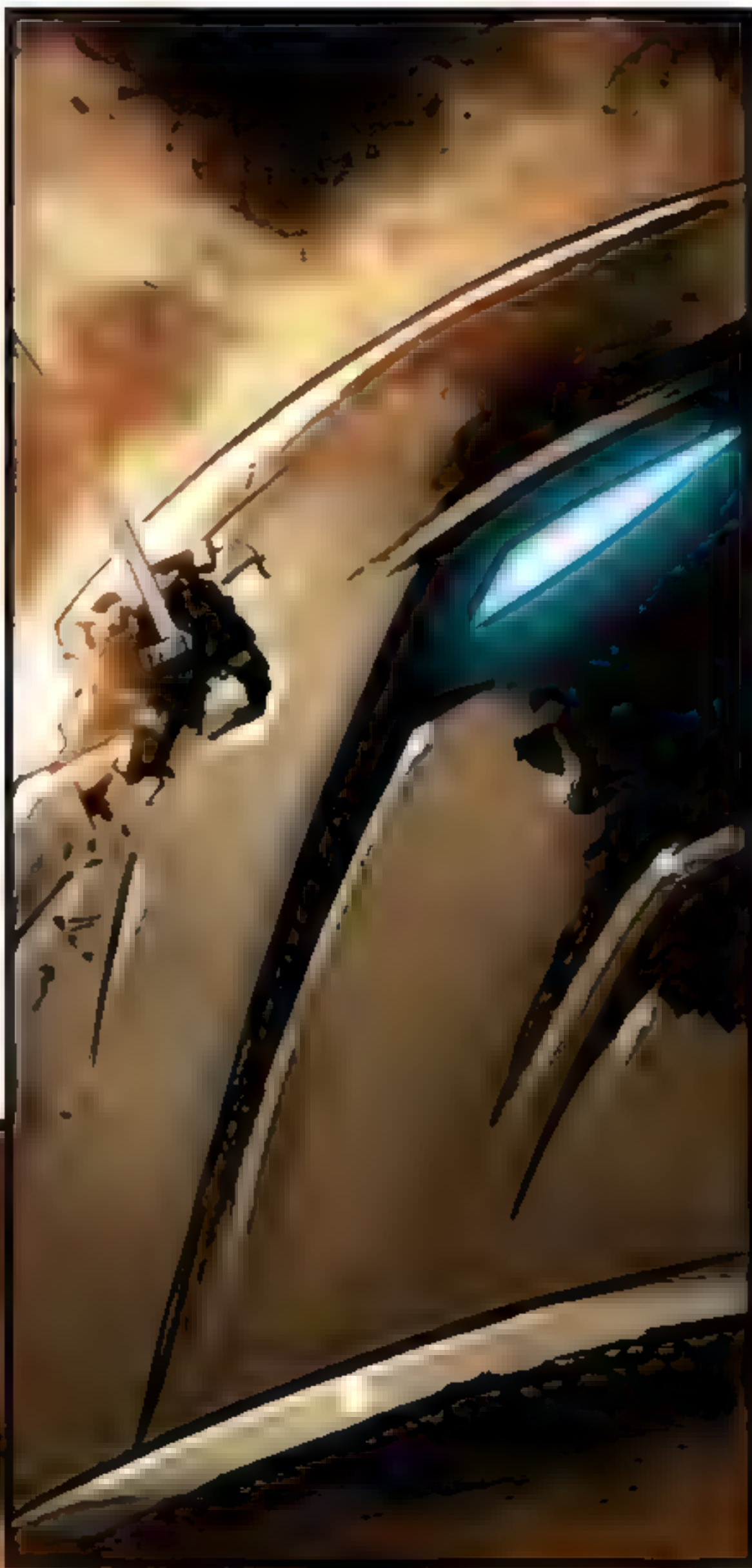
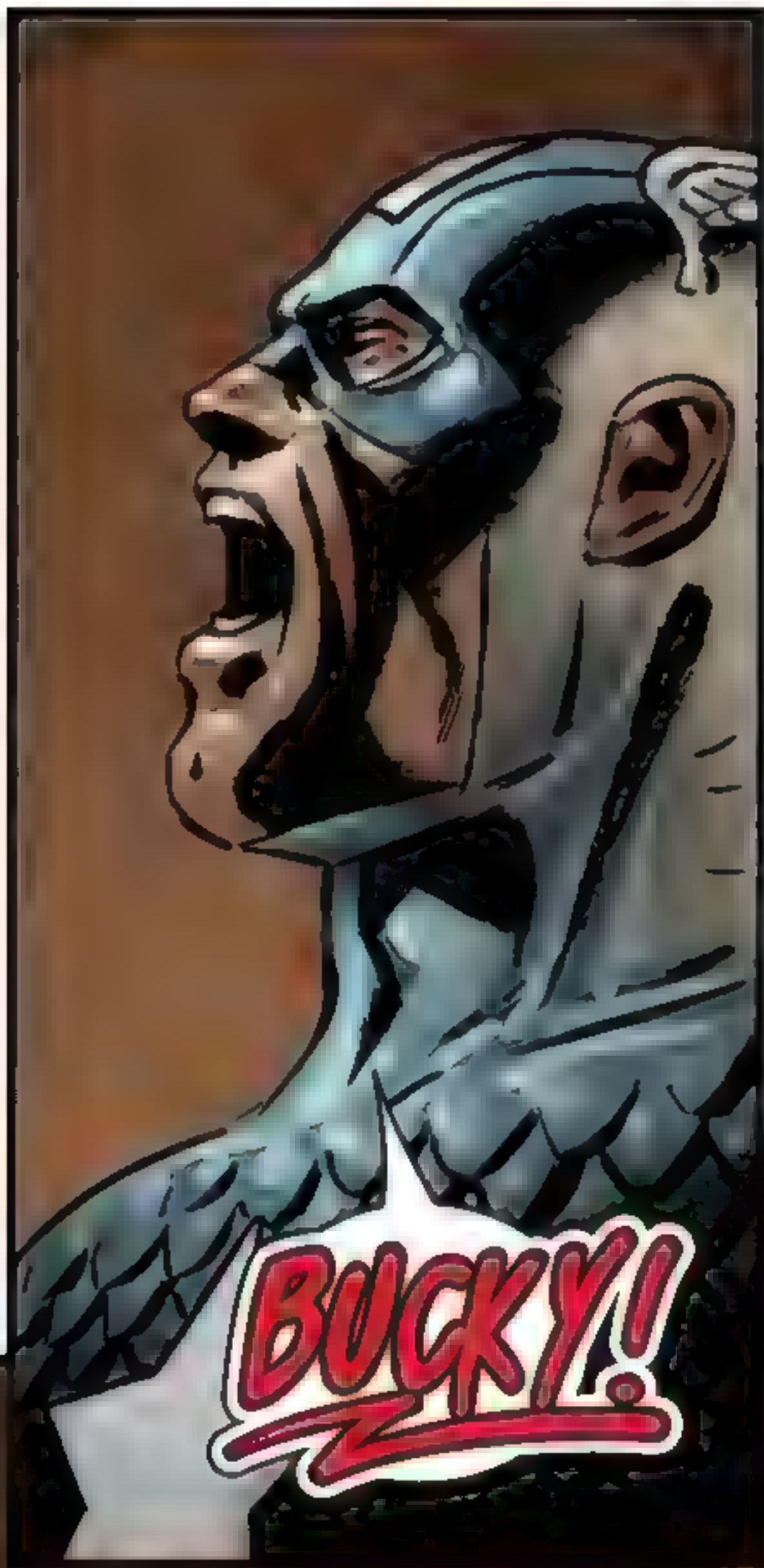


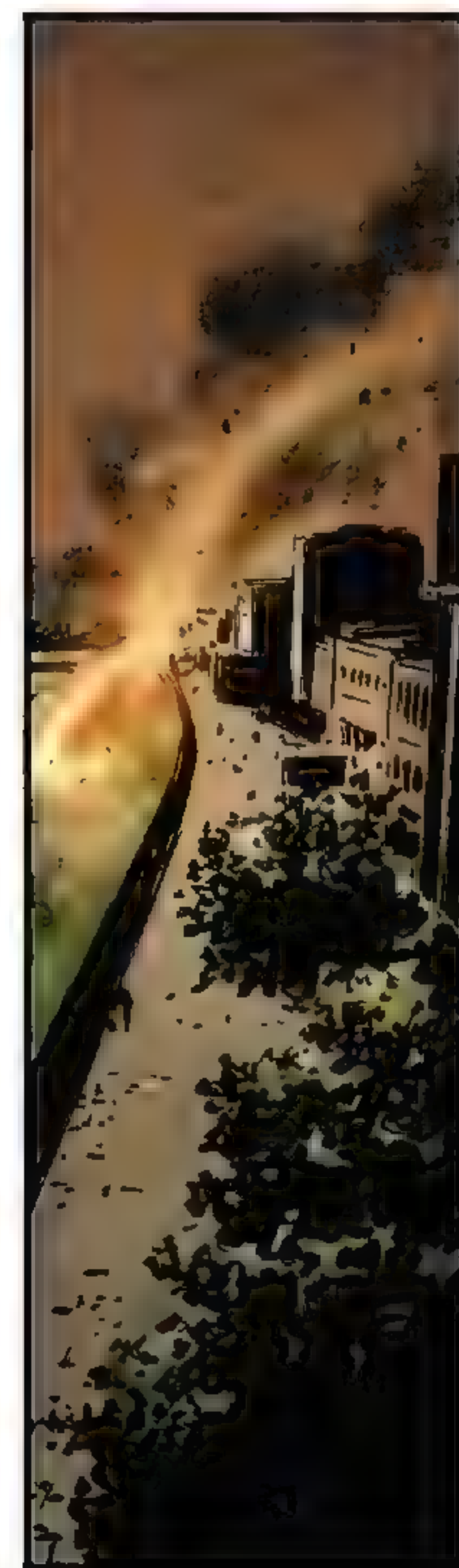
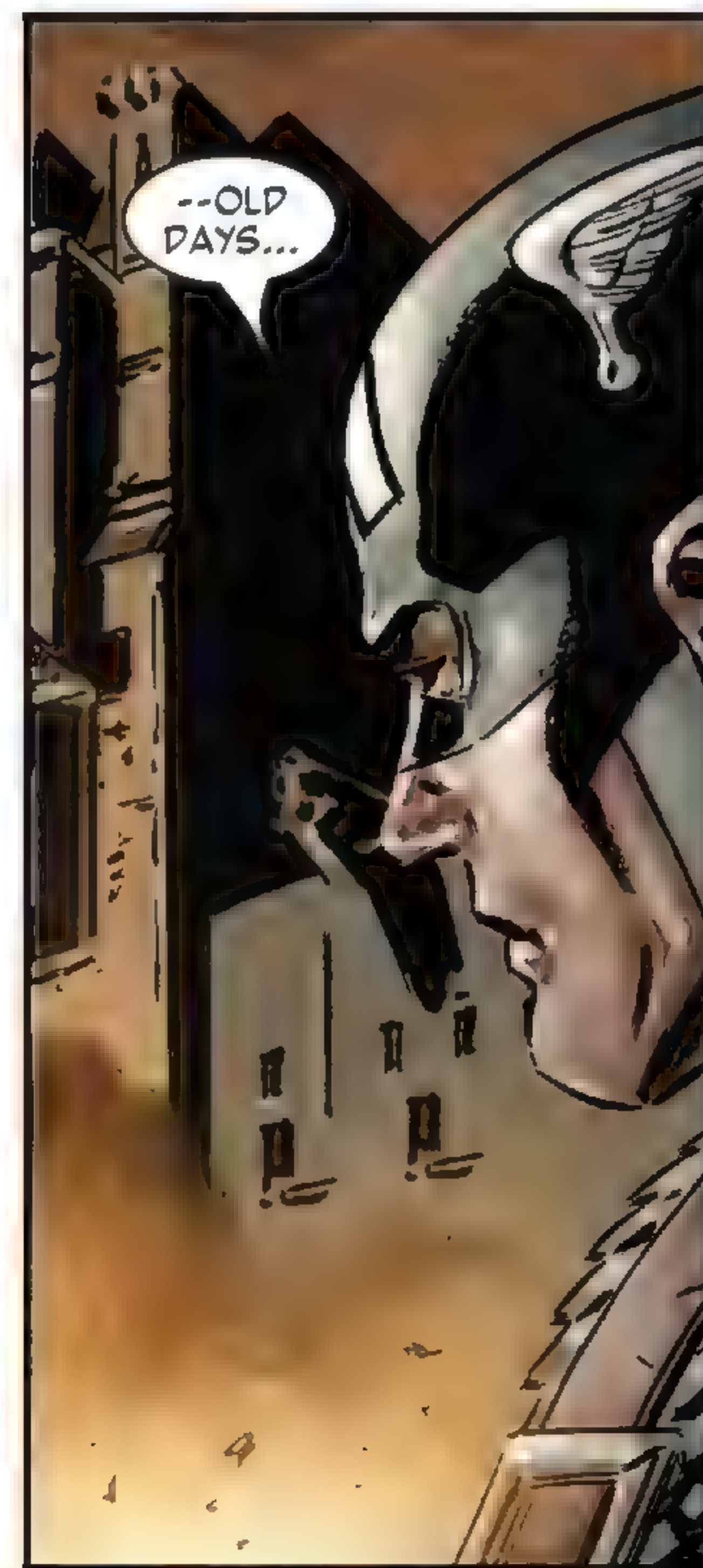
I JUST
DEW ID.













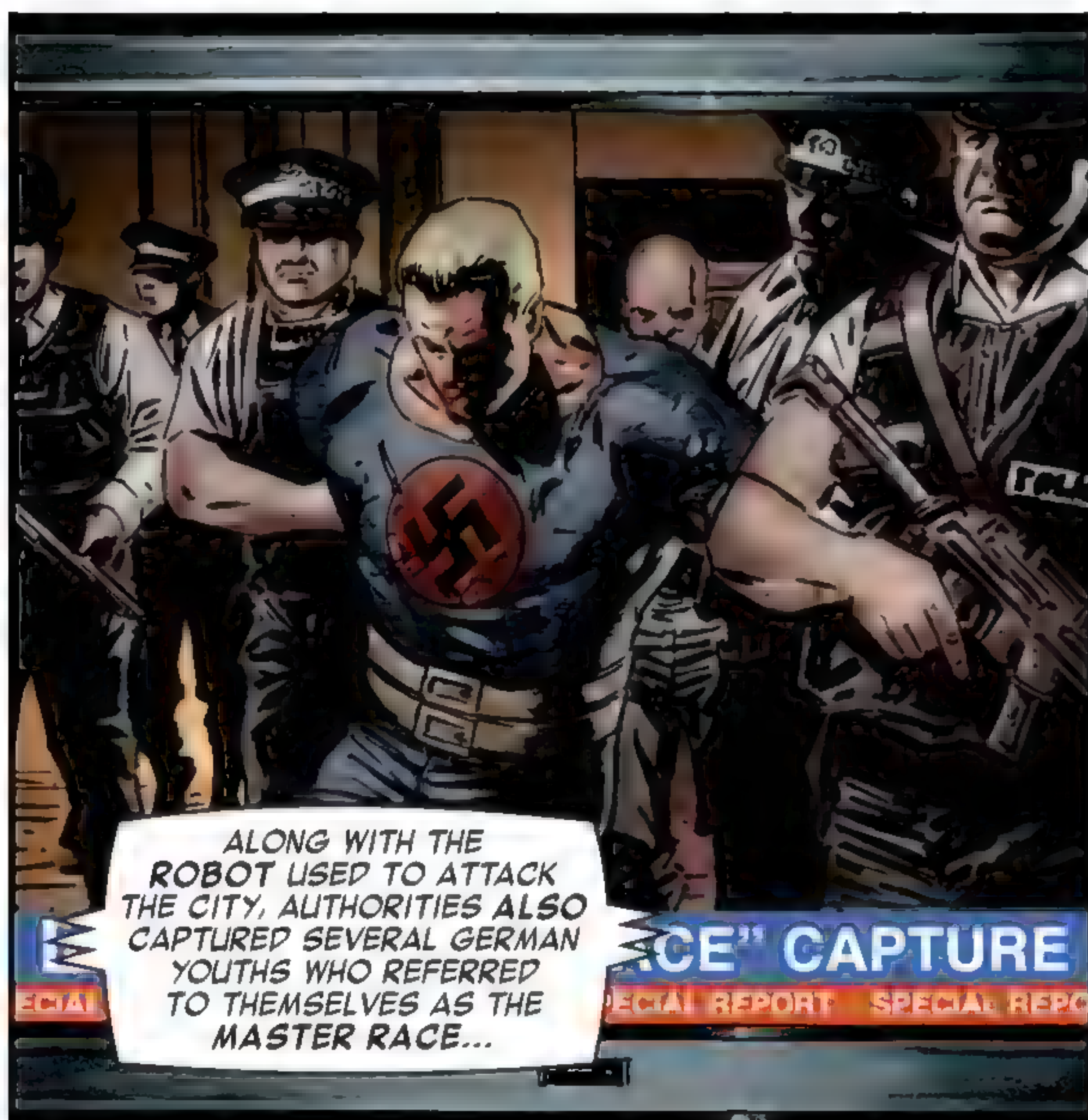
YOU DID NOT
SERIOUSLY THINK THAT
THE RED SKULL COULD
BE KILLED?

CONSIDER THIS
NIGHT A SAMPLING
OF MY IDEA OF FUN...
AND KNOW THAT IT IS
ONLY THE BEGINNING!



THE MESSAGE, RECEIVED
EARLY THIS MORNING
FROM INTERNATIONAL
TERRORIST, THE RED SKULL,
CLAIMED CREDIT FOR THE
DESTRUCTION LAST NIGHT.

THE RED SKULL
WAS REPORTED DEAD
NEARLY A YEAR AGO BY THE
INTELLIGENCE COMMUNITY, BUT
CLEARLY, THOSE REPORTS
WERE IN ERROR.



ALONG WITH THE
ROBOT USED TO ATTACK
THE CITY, AUTHORITIES ALSO
CAPTURED SEVERAL GERMAN
YOUTHS WHO REFERRED
TO THEMSELVES AS THE
MASTER RACE...

ICE" CAPTURE

SPECIAL REPORT SPECIAL REP



...THESE SUPER-MEN
AND THE SO-CALLED SLEEPER
ROBOT WERE SUBDUED BY
CAPTAIN AMERICA, WORKING
WITH UNION JACK AND
SPITFIRE, ALL OF WHOM
DECLINED COMMENT...

AMERICA

SPECIAL REPORT SPECIAL REP

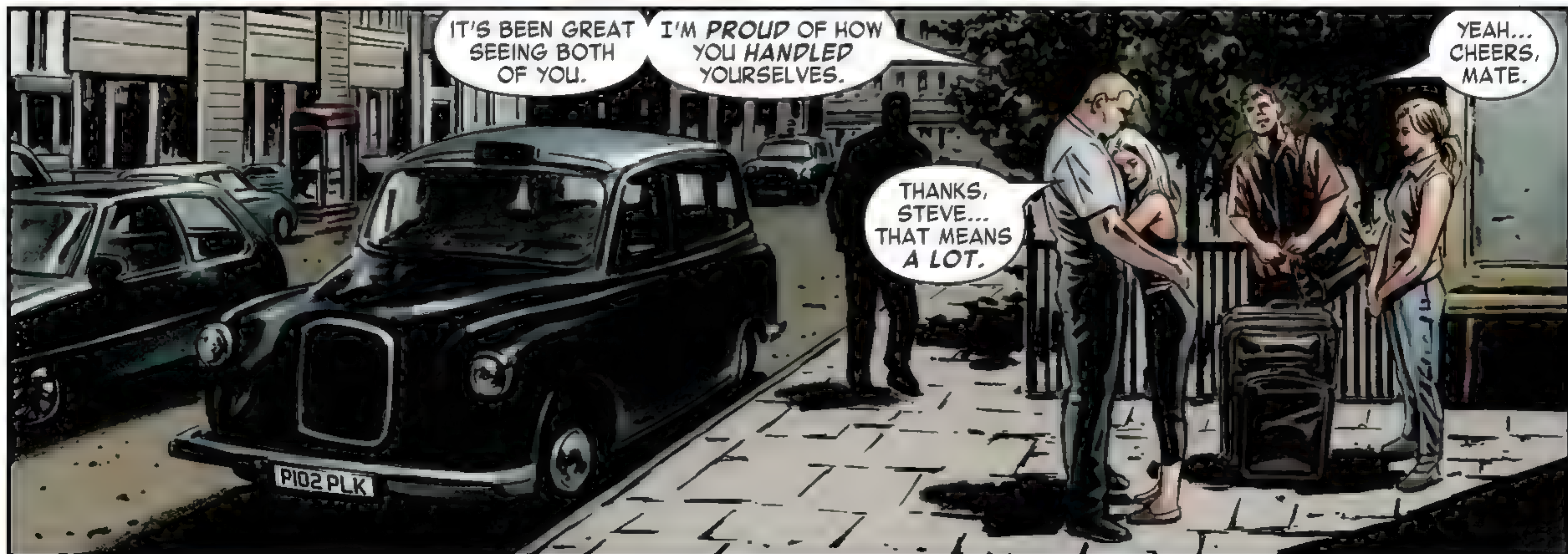


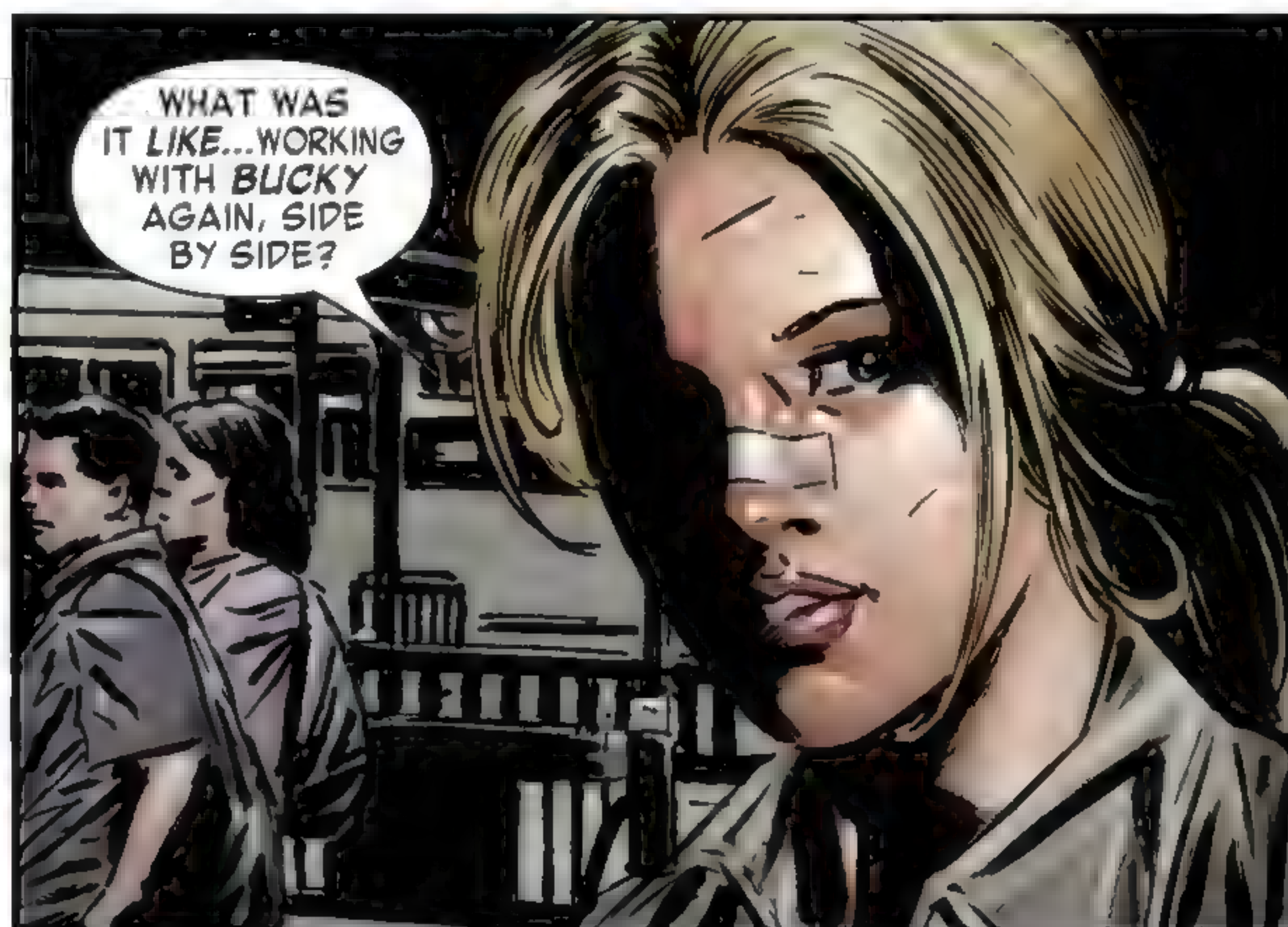
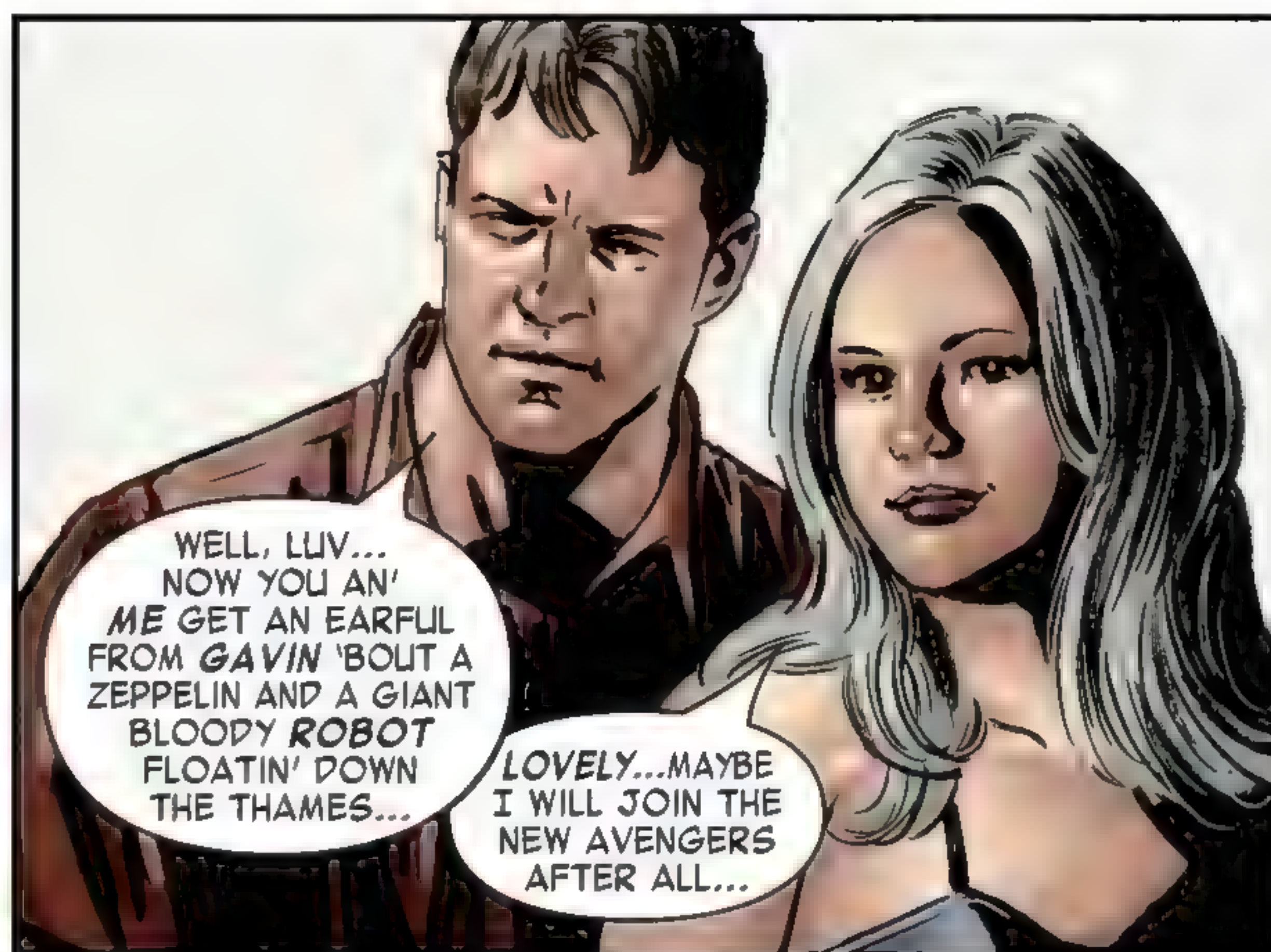
HOWEVER,
RECLUSIVE KRONAS
C.E.O. ALEKSANDER
LUKIN SURPRISED THE
WORLD BY ISSUING THIS
PUBLIC STATEMENT...

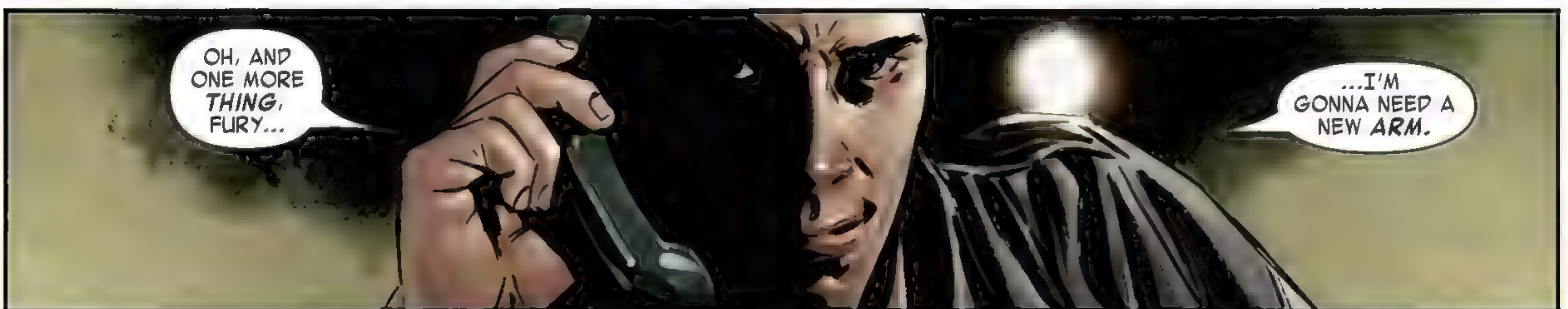
THIS ATTACK
ON MY COMPANY,
ON KRONAS,
IS AN ATTACK
ON US ALL...



THESE MEN
IN MASKS, WHETHER
WORKING ALONGSIDE
THE LAW OR AGAINST IT,
CAN BE ALLOWED TO
BRING US TERROR
NO MORE!









YOU SEE,
ALEK? YOU SEE
THE WAY MY MIND
WORKS NOW?

SEE IT?
I CAN FEEL
IT, SKULL...

BUT YOU
WERE RIGHT...
ABOUT THE *SLEEPER*
AND ABOUT THOSE
IDIOTS FROM
HAMBURG...



YES, WE
GOT TO HAVE OUR
FUN, AND NOW YOUR
HANDS--*KRONAS'* HANDS--
ARE CLEANER THAN
THEY'VE *EVER* BEEN.

AND WE
CAN MAKE OUR
NEXT MOVES
WITHOUT FEAR OF
SUSPICION.



YES, AND
AS LONG AS THIS
ARRANGEMENT WORKS
FOR *BOTH* OUR NEEDS,
I SUPPOSE I'LL HAVE
TO LIVE WITH IT.

THERE'S ONLY
ONE *OTHER* OPTION...
AND *NEITHER* OF US
WANTS THAT.

NOW
COME...



...LET ME
INTRODUCE YOU
TO MY DAUGHTER
AND THE MAN WHO
SAVED HER
FOR ME...

TRUST ME,
ALEK, YOU WILL
BE SEEING A LOT
OF THEM.

AFTER A SUPERHUMAN BATTLE IN STAMFORD, CONNECTICUT, CAUSED THE DEATHS OF HUNDREDS, THE GOVERNMENT PASSED THE SUPERHUMAN REGISTRATION ACT, REQUIRING ALL HEROES TO REGISTER THEIR IDENTITIES AND SUBMIT TO TRAINING AND OVERSIGHT. HEROES SUCH AS IRON MAN SAW THIS AS THE NATURAL EVOLUTION OF SUPER HEROES' ROLE IN SOCIETY, BUT OTHERS TOOK UMBRAGE AT THE ASSAULT ON THEIR CIVIL LIBERTIES. WHEN CAPTAIN AMERICA WAS ASKED TO HUNT DOWN HEROES WHO DEFIED THE LAW, HE CHOSE TO GO AWOL, BECOMING A PUBLIC ENEMY IN THE PROCESS...



CAPTAIN AMERICA

A MARVEL COMICS EVENT

CIVIL WAR

New York--
S.H.I.E.L.D. Administrative
Affairs Building

PLEASE,
AGENT, FEEL
FREE TO SIT
DOWN...

THAT'S
ALRIGHT...I'D
LIKE TO JUST GET
IT OVER WITH,
DOCTOR.

REALLY...I'D
PREFER YOU
TO SIT.

OKAY,
FINE.

WOULD YOU
LIKE TO TELL ME
WHY YOU'RE HERE,
AGENT?

FOR
A PSYCH
EVAL.

BECAUSE
OF WHAT
HAPPENED.

AND
WHAT EXACTLY
HAPPENED?

THAT'S KIND
OF, WELL...IT'S
COMPLICATED.
IT'S NOT JUST
ONE THING...

...IT'S BEEN
BUILDING FOR
A WHILE...

SINCE WHEN,
AGENT?

I DON'T
KNOW...EVER
SINCE MARIA HILL
CALLED ME ON
THE CARPET
THAT DAY...

★ **S.H.I.E.L.D. Helicarrier**
Weeks Ago

WHAT IS
THIS? WHAT AM
I LOOKING
AT?

I DON'T KNOW,
AGENT 13...

WHAT DOES
IT LOOK LIKE
TO YOU?



IT LOOKS
LIKE YOU DIDN'T
LISTEN TO
ME, MA'AM.

AND SOME
OF OUR MEN
PAID THE PRICE
FOR IT.

THE DRUMS OF WAR



I KNOW YOU TOLD ME HE PROBABLY WOULDN'T SUPPORT THE REGISTRATION ACT--

BUT YOU THOUGHT YOU'D TRY YOUR HAND ANYWAY, RIGHT?

SINCE HIS IDENTITY IS PUBLIC KNOWLEDGE, AND IN MANY WAYS, HE'S ALREADY AN AGENT OF THE GOVERNMENT...



...YOU FIGURED HIS PERSONAL S.H.I.E.L.D. LIAISON MUST JUST NOT KNOW WHAT SHE'S TALKING ABOUT.



NO...I JUST DIDN'T THINK HE'D ATTACK HIS OWN PEOPLE.

WHO? THE ONES ABOUT TO OPEN FIRE ON HIM?



OR THE
ONES ALREADY
SHOOTING
AT HIM?



DID YOU
FORGET WHO
THIS MAN IS?

HE'S AMERICA'S
SUPER-SOLDIER.
HE FOUGHT THROUGH
ALMOST THE ENTIRETY OF
WORLD WAR TWO.

HE DOES
NOT TAKE
KINDLY TO BEING
SHOT AT.



I DON'T
DOUBT IT, BUT
I DIDN'T FORGET
WHO HE WAS,
AGENT 13.

THAT'S
THE REASON
I DID WHAT
I DID.



BECAUSE IF CAPTAIN AMERICA WAS GOING TO FALL ON THE OTHER SIDE OF THIS ISSUE, I WANTED TO KNOW AHEAD OF TIME.

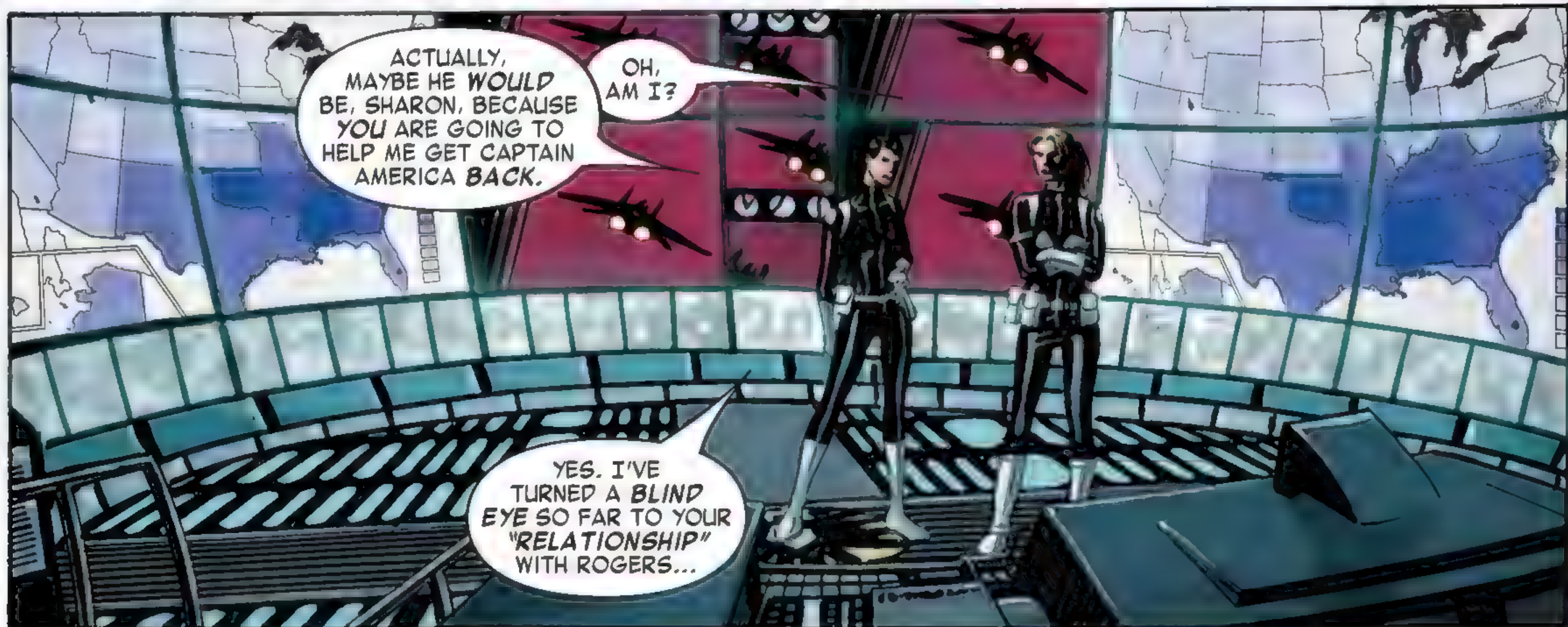
AND I WANTED TO STOP HIM...



...BEFORE HE BECAME A RALLYING SYMBOL.

WELL DONE, THEN, DIRECTOR HILL.

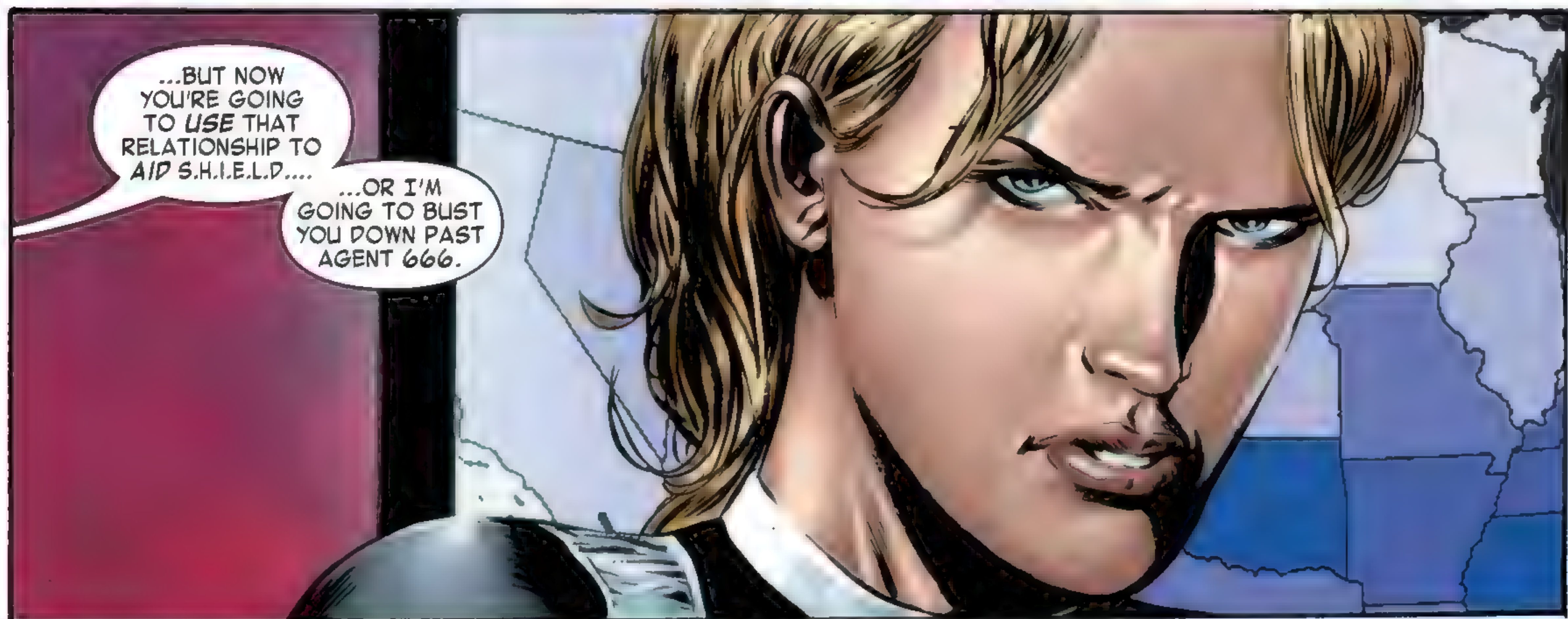
NICK FURY WOULD BE PROUD.



ACTUALLY, MAYBE HE **WOULD** BE, SHARON, BECAUSE YOU ARE GOING TO HELP ME GET CAPTAIN AMERICA BACK.

OH, AM I?

YES. I'VE TURNED A **BLIND** EYE SO FAR TO YOUR "RELATIONSHIP" WITH ROGERS...



...BUT NOW YOU'RE GOING TO **USE** THAT RELATIONSHIP TO AID S.H.I.E.L.D....

...OR I'M GOING TO BUST YOU DOWN PAST AGENT 666.



...AND THAT **ANGERED** YOU, DIRECTOR HILL USING YOUR PRIVATE LIFE AGAINST YOU?

HELL YES, IT DID.

EVEN THOUGH YOU **KNEW** INVOLVEMENT BETWEEN AN OPERATIVE AND A LIAISON IS CURRENTLY **AGAINST** S.H.I.E.L.D. REGS?

TELL THAT TO THE **FIFTEEN** WOMEN WHO LIAISED WITH **TONY STARK** SINCE THEY STARTED THE PROGRAM.



I WORKED WITH STEVE THAT WHOLE TIME, WITHOUT INCIDENT.

I CERTAINLY DIDN'T **EXPECT** ANYTHING **MORE** TO COME OF OUR WORKING RELATIONSHIP...



BUT YOU **DID** HAVE A HISTORY WITH THE MAN. YOU COULD HAVE **FORESEEN** YOU'D FALL INTO OLD PATTERNS.

I GUESS, **MAYBE**...BUT I REALLY DIDN'T THINK IT WAS GOING THAT WAY...

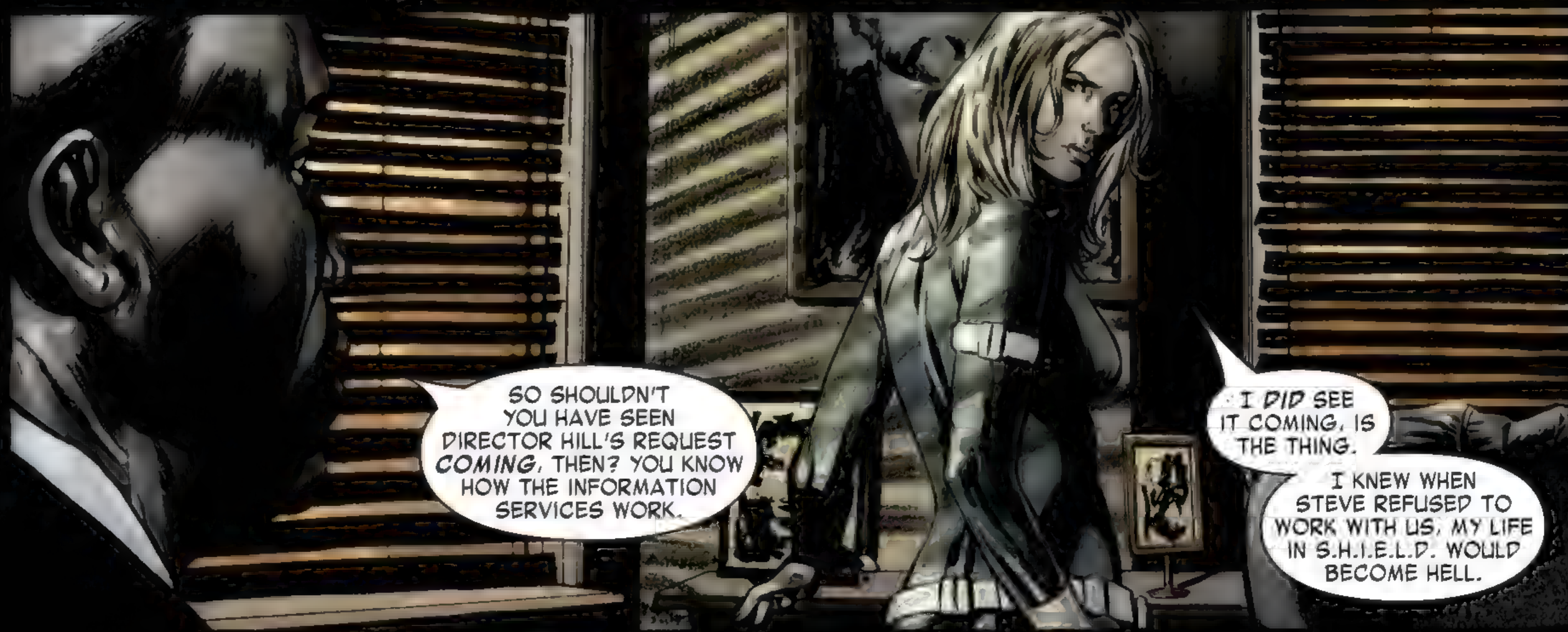
...AND THEN **SUDDENLY** IT JUST WAS...



I SUPPOSE I SHOULD'VE ASKED FOR A **TRANSFER**.

AND WHY **DIDN'T** YOU?

I DON'T KNOW. I GUESS I DIDN'T WANT TO.



SO SHOULDN'T YOU HAVE SEEN DIRECTOR HILL'S REQUEST **COMING**, THEN? YOU KNOW HOW THE INFORMATION SERVICES WORK.

I **DID** SEE IT COMING, IS THE THING.

I **KNEW** WHEN STEVE REFUSED TO WORK WITH US, MY LIFE IN S.H.I.E.L.D. WOULD BECOME HELL.



AND I
KNEW THAT MY
"RELATIONSHIP"
WITH HIM WOULD BE
USED AGAINST ME,
SOMEHOW.

MAYBE WHAT
MADE ME SO MAD
WAS THAT I
WASN'T SURE WHY
I OBJECTED.



"I MEAN, I
WAS FOR THE
REGISTRATION.

"OTHER THAN
CAP AND THE FALCON,
I'VE NEVER HAD
MUCH USE FOR
COSTUMED HEROES.



"SO, WHY DID
I STICK TO MY
GUNS WITH MARIA
HILL, THEN?

"AS DAYS PASSED,
AND I WATCHED AS STEVE
BUILT A RESISTANCE
MOVEMENT, WATCHED HIM
FIGHT HIS BEST FRIENDS
TOOTH AND NAIL...

"...SAW THE DAMAGE
HE WAS DOING BY
PUTTING HIMSELF
ABOVE THE LAW..."



...WHY DIDN'T
I AGREE TO
HELP S.H.I.E.L.D.
CATCH HIM RIGHT
AWAY?

PERHAPS YOU
DIDN'T WANT TO
BETRAY THE MAN
YOU LOVE?

NO, THAT'S...
THAT'S NOT
HOW IT IS...



SEE, I LIVE
IN THE *MILITARY*.
I LIVE BY *ORDERS*,
DOCTOR...

...AND ANY
GOOD SOLDIER
KNOWS THAT ORDERS
COME BEFORE
FRIENDSHIP...



"WHICH IS WHAT I WAS
THINKING AFTER DUM-DUM
DUGAN LED A TEAM TO TAKE
DOWN CAP...AND FAILED..."

YOU LOOK
LIKE *HELL*,
DUGAN...

AH...IT
LOOKS WORSE'N
IT FEELS...



CAPE-KILLER
HERE TOOK
MOST'A THE
BRUNT.

LIKE I'M
BETTIN' CAP
KNEW IT
WOULD.



YEAH.
THAT'S A
SAFE BET.

STILL, WHAT
A NAME...
CAPE-KILLER.



YEAH...SOME
DAYS RETIREMENT
STARTS TO LOOK
LESS AN' LESS
BORING...



YOU'LL NEVER
PULL THAT PIN,
DUM-DUM. NOT
NICK FURY'S
SIDEKICK.

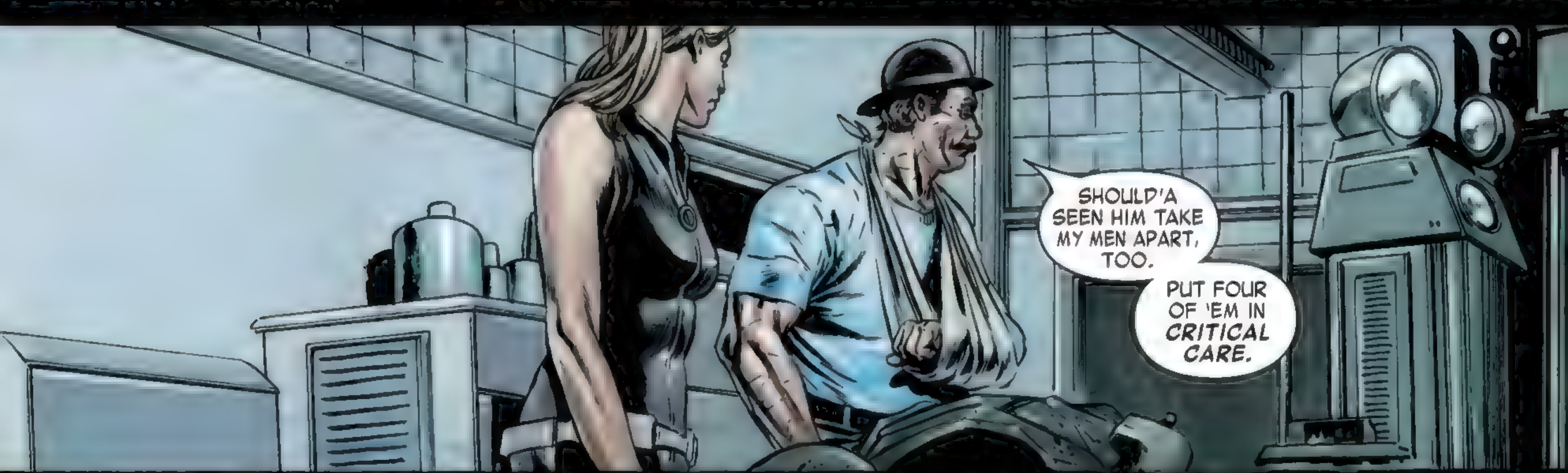
YOU'D NEVER
HAVE THE *GUTS*
T'SAY THAT IF I
WASN'T ON PAIN
MEDS, CARTER.

BUT YOU *ARE*
ON PAIN MEDS,
DUM-DUM...



YEAH...AN'
I WISH THEY'D
LIP MY *DOSE*,
TOO...

YOU SHOULD'A
SEEN CAP'S FACE
WHEN HE SAW IT
WAS *ME*, KID...



SHOULD'A
SEEN HIM TAKE
MY MEN APART,
TOO.

PUT FOUR
OF 'EM IN
CRITICAL
CARE.



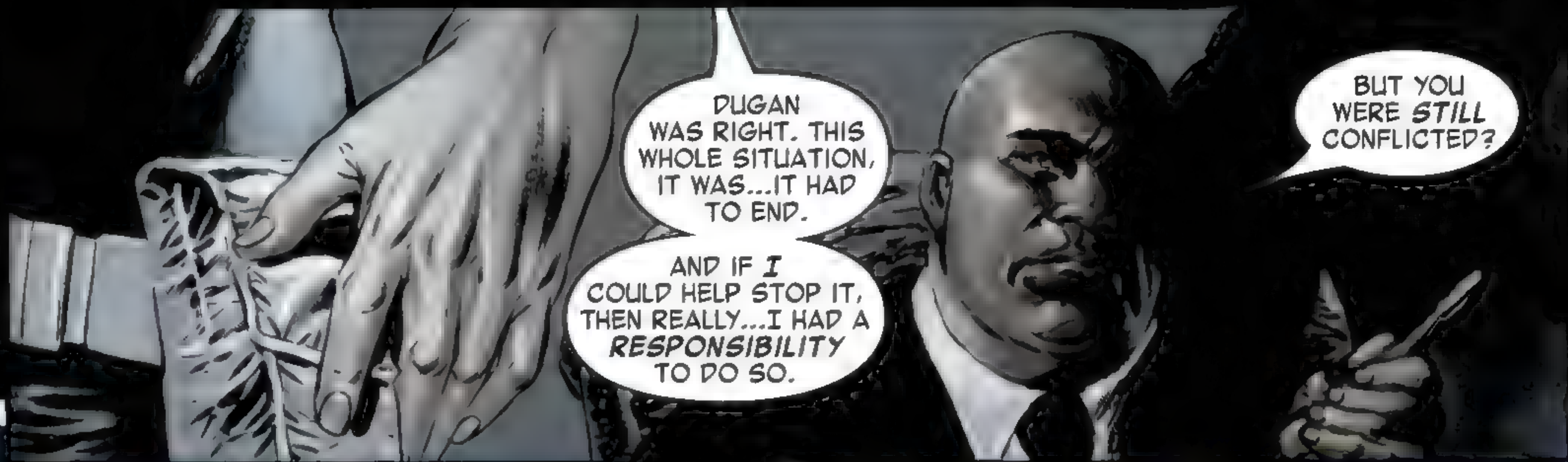
THIS *AIN'T*
WHAT I SIGNED
ON FOR...

HEROES
FIGHTIN' EACH
OTHER IN THE STREETS,
S.H.I.E.L.D. TRYIN' TO
POLICE 'EM...

THIS *NEVER*
WOULD'A
HAPPENED IF
NICK WAS
HERE...



...AN' IT
CAN'T GO
ON MUCH
LONGER.



DUGAN
WAS RIGHT. THIS
WHOLE SITUATION,
IT WAS...IT HAD
TO END.

AND IF I
COULD HELP STOP IT,
THEN REALLY...I HAD A
RESPONSIBILITY
TO DO SO.

BUT YOU
WERE *STILL*
CONFLICTED?



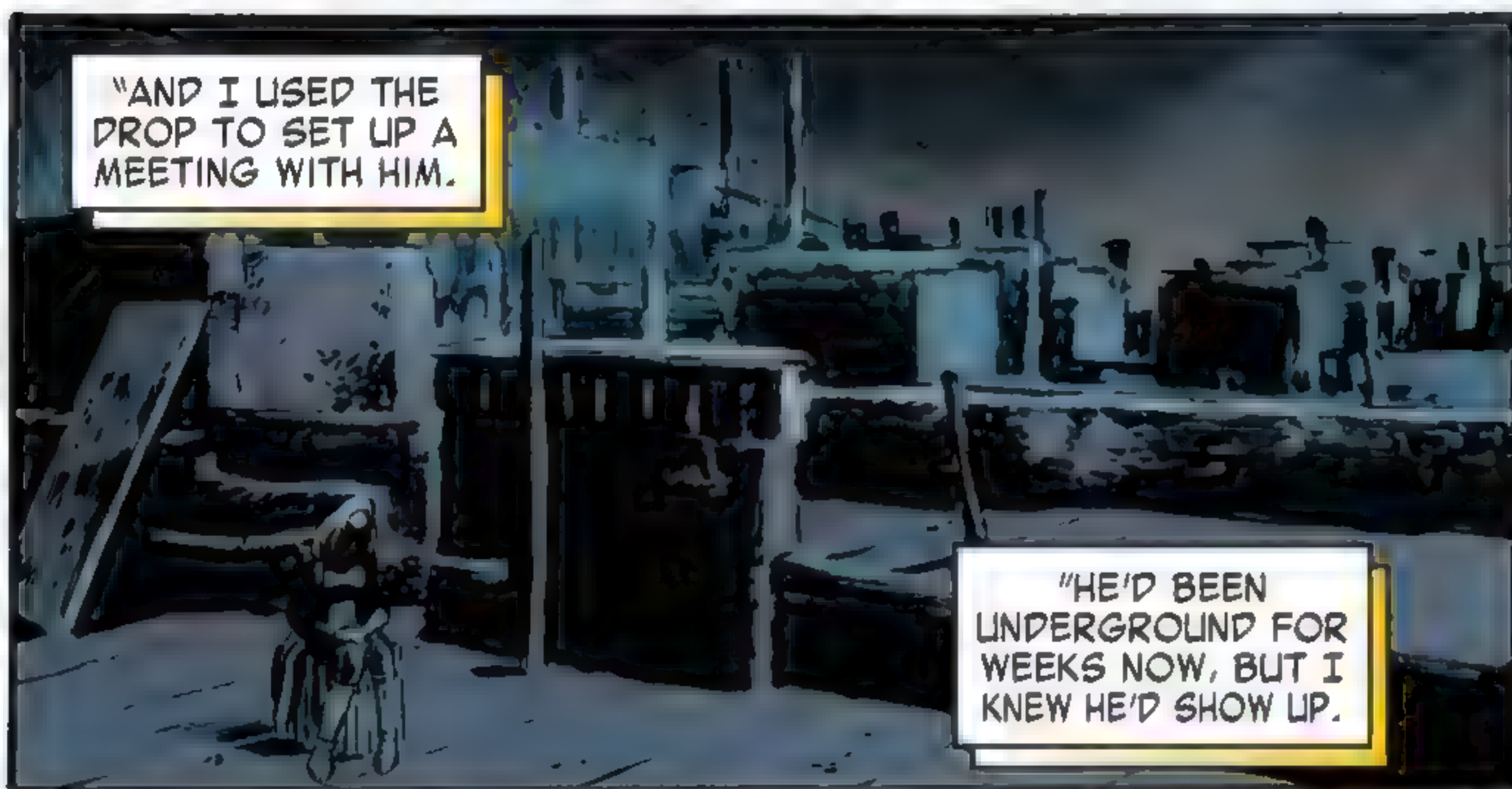
"OF COURSE
I WAS
CONFLICTED.

"WHATEVER HAPPENED,
HOWEVER IT WENT DOWN...
IT WAS A BETRAYAL.



"A BETRAYAL OF
CONFIDENCE, IF
NOTHING ELSE.

"STEVE AND I HAD A
DEAD DROP FOR GETTING
MESSAGES TO EACH
OTHER, JUST IN CASE.



"AND I USED THE
DROP TO SET UP A
MEETING WITH HIM.

"HE'D BEEN
UNDERGROUND FOR
WEEKS NOW, BUT I
KNEW HE'D SHOW UP.



"BECAUSE HE'D
NEVER BELIEVE I
COULD BE WALKING
HIM INTO A TRAP.

"IT'S JUST NOT
IN HIS NATURE."

"AND WERE YOU
WALKING HIM INTO
A TRAP, AGENT?"

"THAT WAS THE
PLAN...BUT I HOPED
IT WOULDN'T COME
TO THAT..."

SHARON...
IT'S SO GOOD
TO SEE YOU...

YOU DON'T
KNOW...

I KNOW.

WE SHOULD
GET OUT OF SIGHT.
IT'S NOT SAFE
OUT HERE.

I'VE GOT
A SAFE-ROOM
NEARBY.

WE NEED
TO HAVE A
SERIOUS TALK,
STEVE...

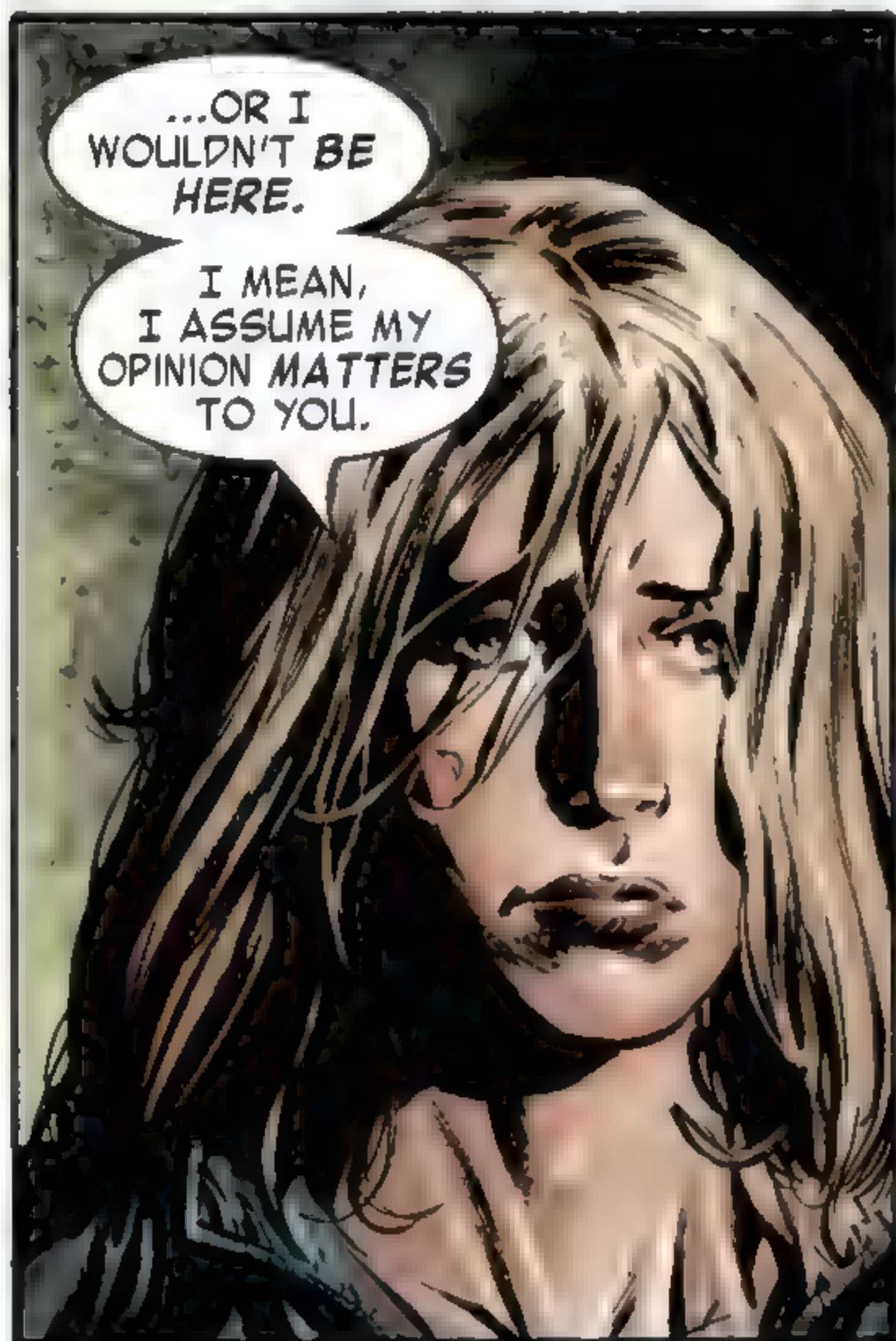
...ABOUT
WHAT YOU'RE
DOING.



YOU'RE NOT GOING TO CONVINCE ME TO CHANGE MY MIND ON THIS, SHARON...

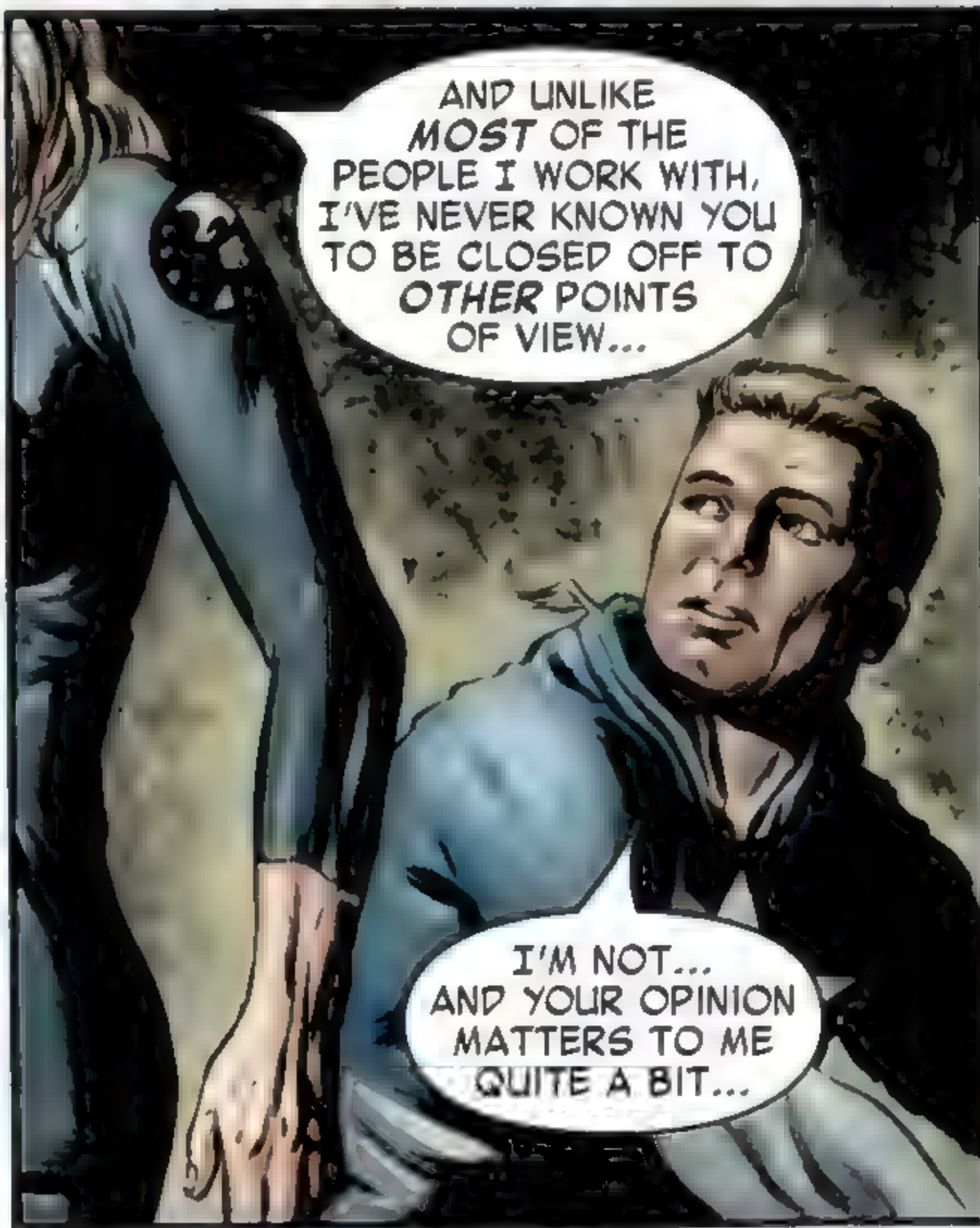
YOU KNOW THAT, RIGHT?

NO, I DON'T KNOW THAT...



...OR I WOULDN'T BE HERE.

I MEAN, I ASSUME MY OPINION MATTERS TO YOU.



AND UNLIKE MOST OF THE PEOPLE I WORK WITH, I'VE NEVER KNOWN YOU TO BE CLOSED OFF TO OTHER POINTS OF VIEW...

I'M NOT... AND YOUR OPINION MATTERS TO ME QUITE A BIT...



...BUT YOU'RE NOT GOING TO BE ABLE TO CHANGE MY MIND. NOT ON THIS ISSUE.

WHAT THEY'RE DOING IS WRONG, PLAIN AND SIMPLE.

THEY'RE ENDANGERING INNOCENT LIVES, AND DESTROYING THE LIVES OF HEROES.

MEN WHO HAVE BLED TO MAKE THIS WORLD A BETTER AND SAFER PLACE.





YOU'RE NOT GOING TO GET AN ARGUMENT FROM ME ON HOW IT'S BEING ENFORCED.

BUT THE **REGISTRATION ACT** HAS ITS **GOOD POINTS**, TOO. YOU SHOULD KNOW THAT.



YOU'VE WORKED FOR THE GOVERNMENT IN SOME CAPACITY MOST OF YOUR ADULT LIFE. YOU'VE HAD PROPER TRAINING.

HOW CAN YOU THINK THAT'S A BAD THING FOR OTHER PEOPLE LIKE YOU?



IT'S NOT THE 1940s ANYMORE, SHARON, AND IT'S NOT THAT EASY.

MY IDENTITY IS PUBLIC, AND WHAT HAS THAT MEANT?



PEOPLE IN MY LIFE HAVE BEEN **TARGETS**, SOME HAVE BEEN **KILLED**, JUST FOR **KNOWING ME**.

I COULDN'T LIVE IN A NORMAL APARTMENT, BECAUSE IT WAS TOO **DANGEROUS** FOR MY NEIGHBORS.



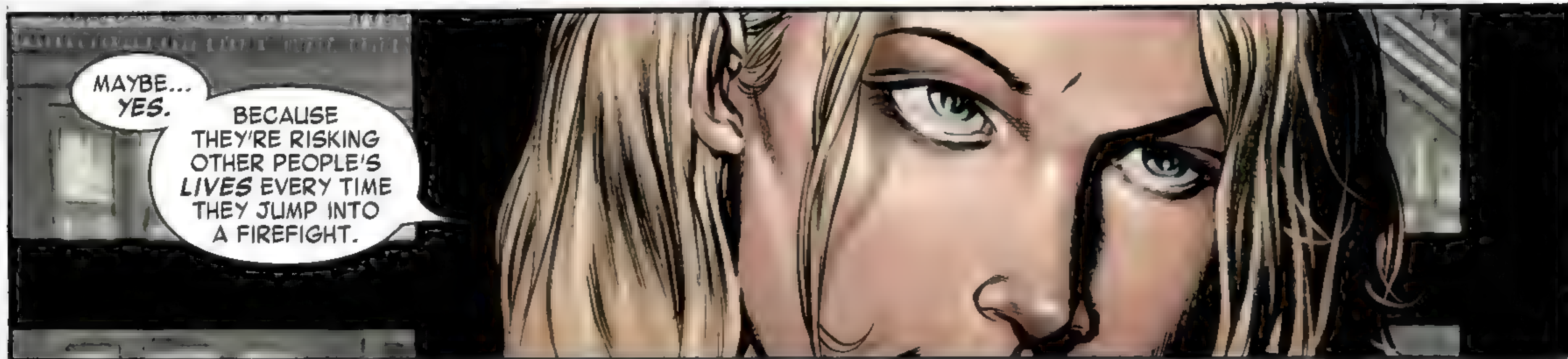
I ACCEPT THESE THINGS, NOT GLADLY, BUT I ACCEPT THEM, BECAUSE **CAPTAIN AMERICA** IS WHO I AM...

...AND I UNDERSTAND WHAT COMES WITH THAT.



BUT NOT EVERYONE IS LIKE ME. NOT EVERYONE IS WILLING TO **RISK** WHAT I HAVE...

SHOULD THEY BE DENIED THE **RIGHT** TO MAKE THAT CHOICE?



MAYBE...
YES.

BECAUSE
THEY'RE RISKING
OTHER PEOPLE'S
LIVES EVERY TIME
THEY JUMP INTO
A FIREFIGHT.



AND BECAUSE
IT'S AGAINST
THE LAW.

AND THE
RULE OF LAW
IS WHAT THIS
COUNTRY IS
FOUNDED ON.

NO...IT
WAS FOUNDED
ON **BREAKING**
THE LAW.

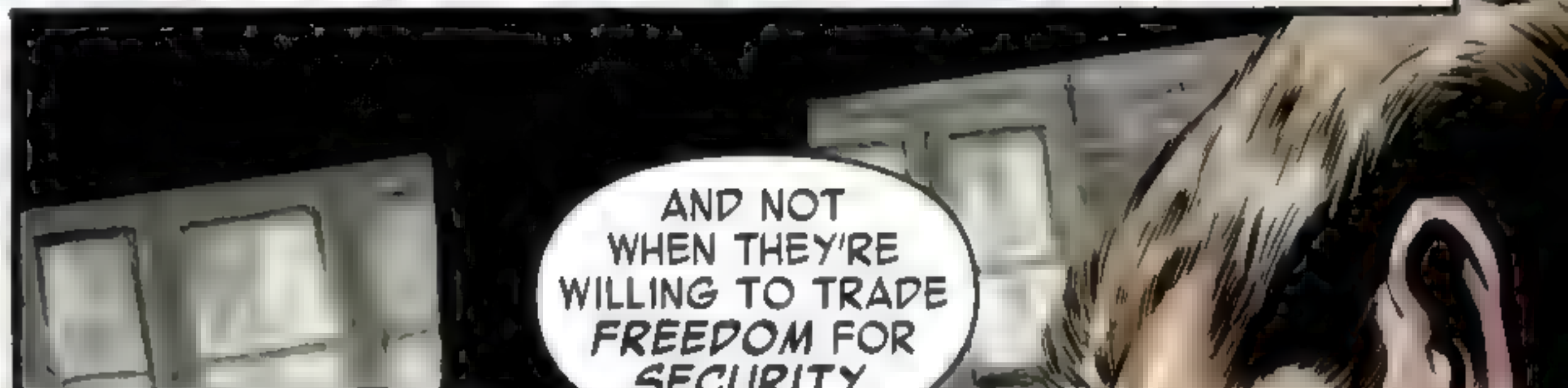
BECAUSE
THE LAW WAS
WRONG.



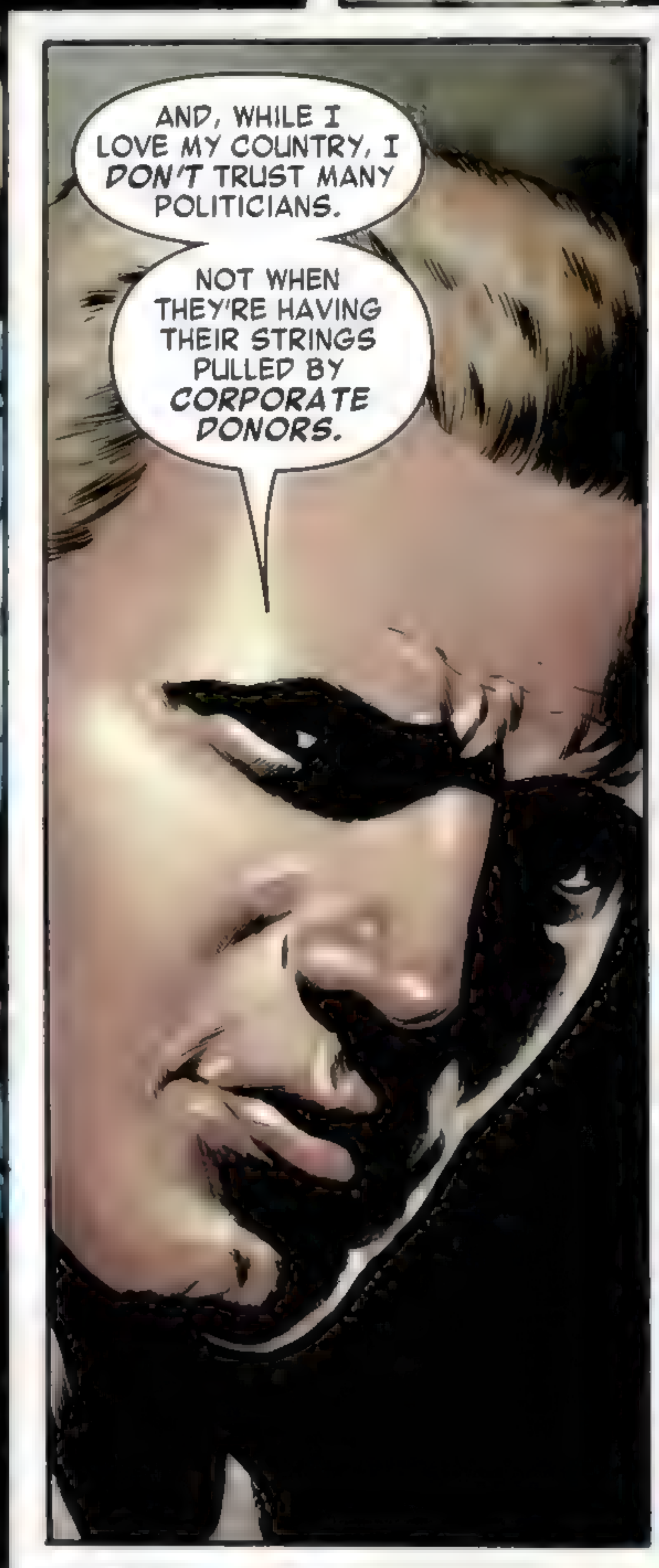
THAT'S *SEMANTICS*,
STEVE, YOU KNOW
WHAT I MEAN...

IT'S **NOT**
SEMANTICS, SHARON.
IT'S THE HEART OF
THIS ISSUE.

THE
REGISTRATION
ACT IS ANOTHER
STEP TOWARD
GOVERNMENT
CONTROL.



AND NOT
WHEN THEY'RE
WILLING TO TRADE
FREEDOM FOR
SECURITY.

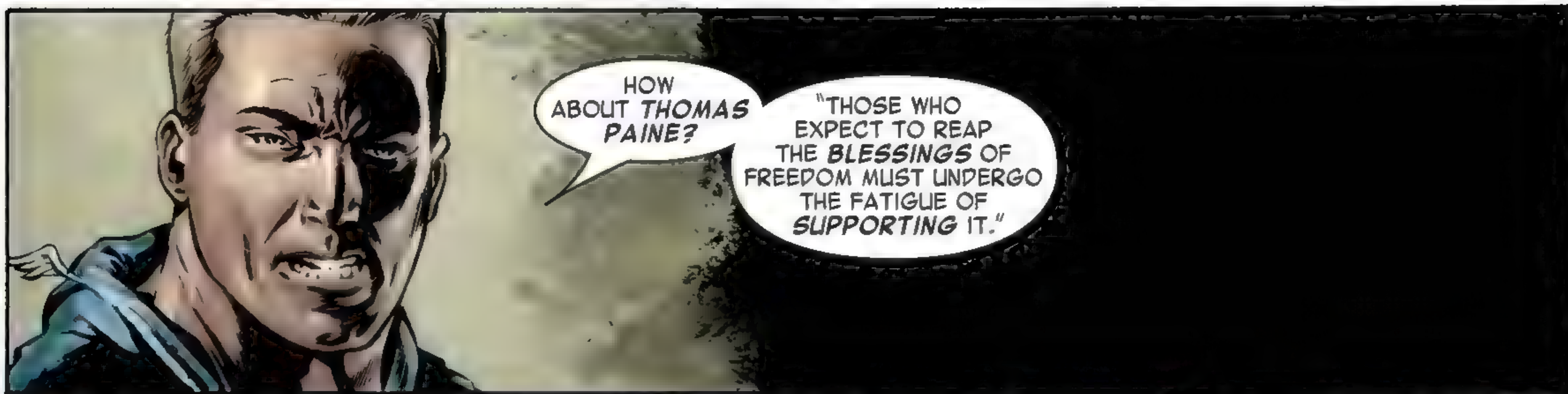


AND, WHILE I
LOVE MY COUNTRY, I
DON'T TRUST MANY
POLITICIANS.

NOT WHEN
THEY'RE HAVING
THEIR STRINGS
PULLED BY
CORPORATE
DONORS.

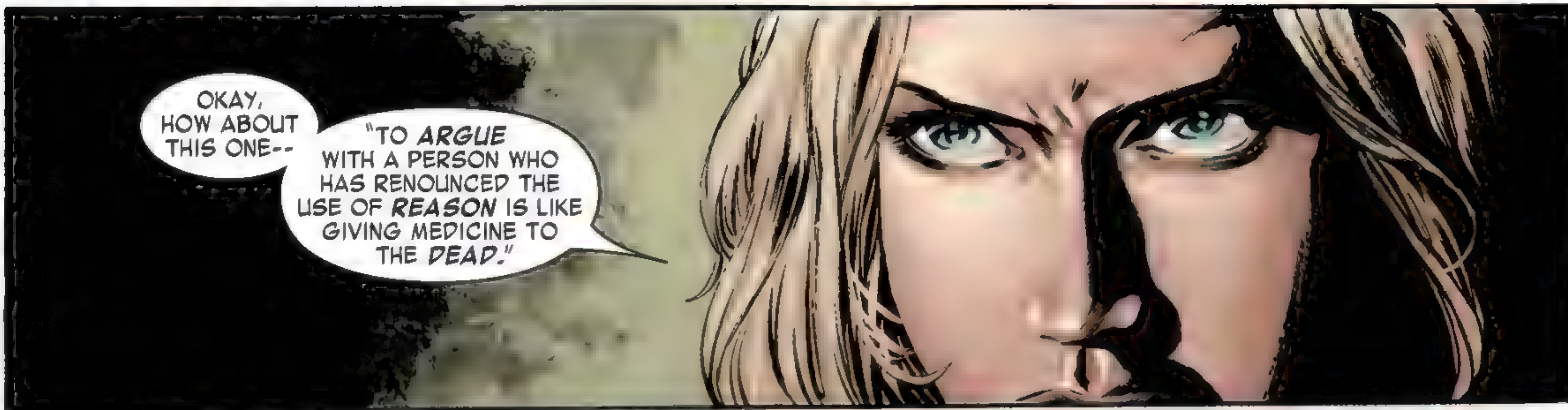


NOW YOU'RE
GOING TO QUOTE
BEN FRANKLIN
AT ME? GIVE
ME A BREAK.



HOW ABOUT THOMAS PAINE?

"THOSE WHO EXPECT TO REAP THE **BLESSINGS** OF FREEDOM MUST UNDERGO THE FATIGUE OF **SUPPORTING** IT."



OKAY, HOW ABOUT THIS ONE--

"TO ARGUE WITH A PERSON WHO HAS RENOUNCED THE USE OF **REASON** IS LIKE GIVING MEDICINE TO THE **DEAD**."



I HAVEN'T GIVEN UP REASON, SHARON.

IT SURE LOOKS THAT WAY, WHEN YOU'RE FIGHTING YOUR OWN **FRIENDS** IN THE STREET.



YOU THINK THAT ISN'T KILLING ME?

I KNOW IT IS. WHICH IS WHY I'M **BEGGING** YOU TO STOP ALL THIS.



THE REGISTRATION ACT IS LAW.

IF CAPTAIN AMERICA DOESN'T FOLLOW THE LAW, THEN WHO DOES?

THAT'S WHY I CAN'T.

THE ISSUE ISN'T BLACK AND WHITE, AND THOSE ARE THE ONLY COLORS THE LAW CAN SEE.



I'M REALLY SORRY TO HEAR YOU SAY THAT.

I WAS HOPING I COULD TALK SOME SENSE INTO YOU...

"...BEFORE THIS WENT ANY FURTHER."



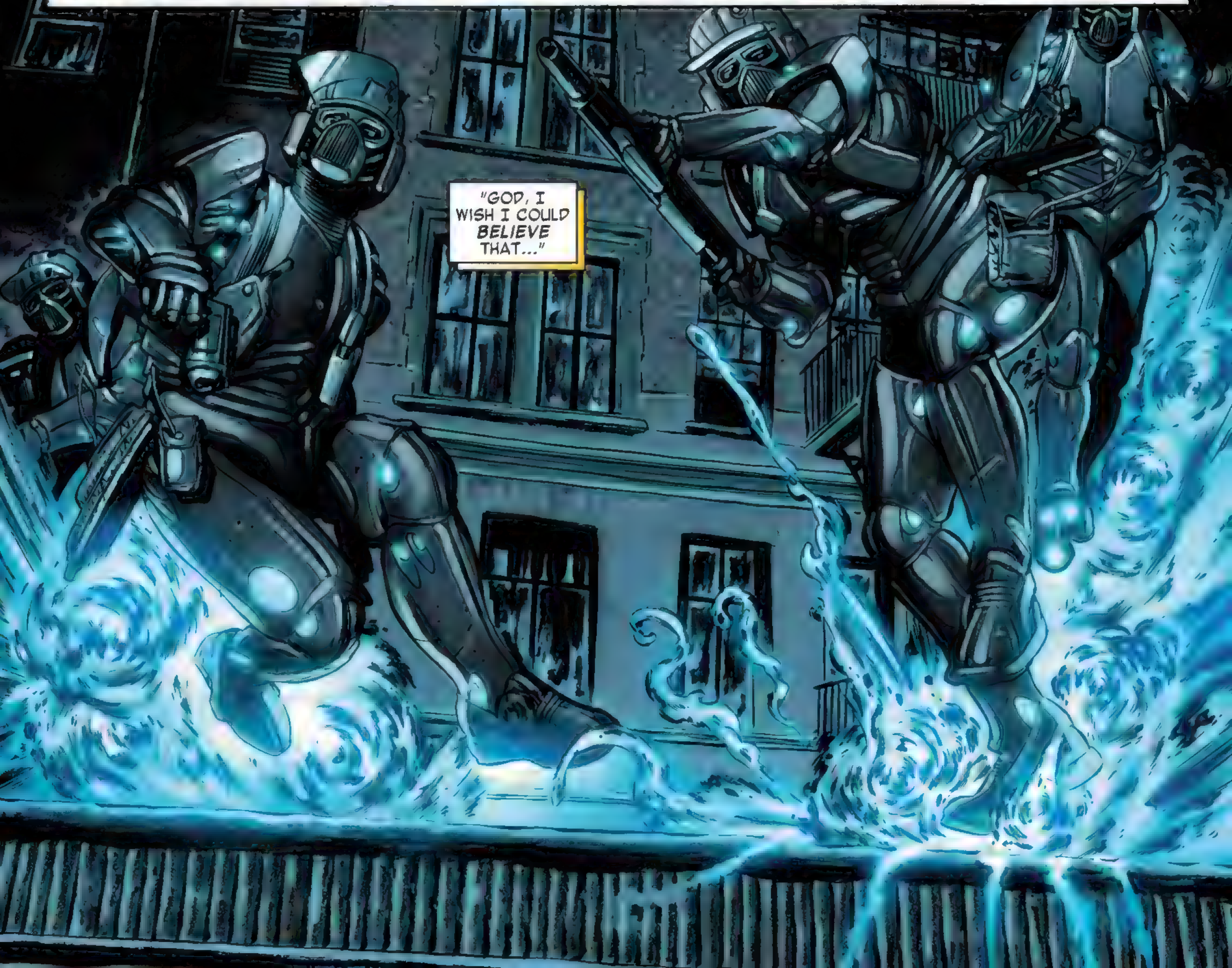
I'M AFRAID IT'S GOING TO GO MUCH FURTHER, SHARON. I'M JUST SORRY I PUT YOU IN THE MIDDLE OF IT.

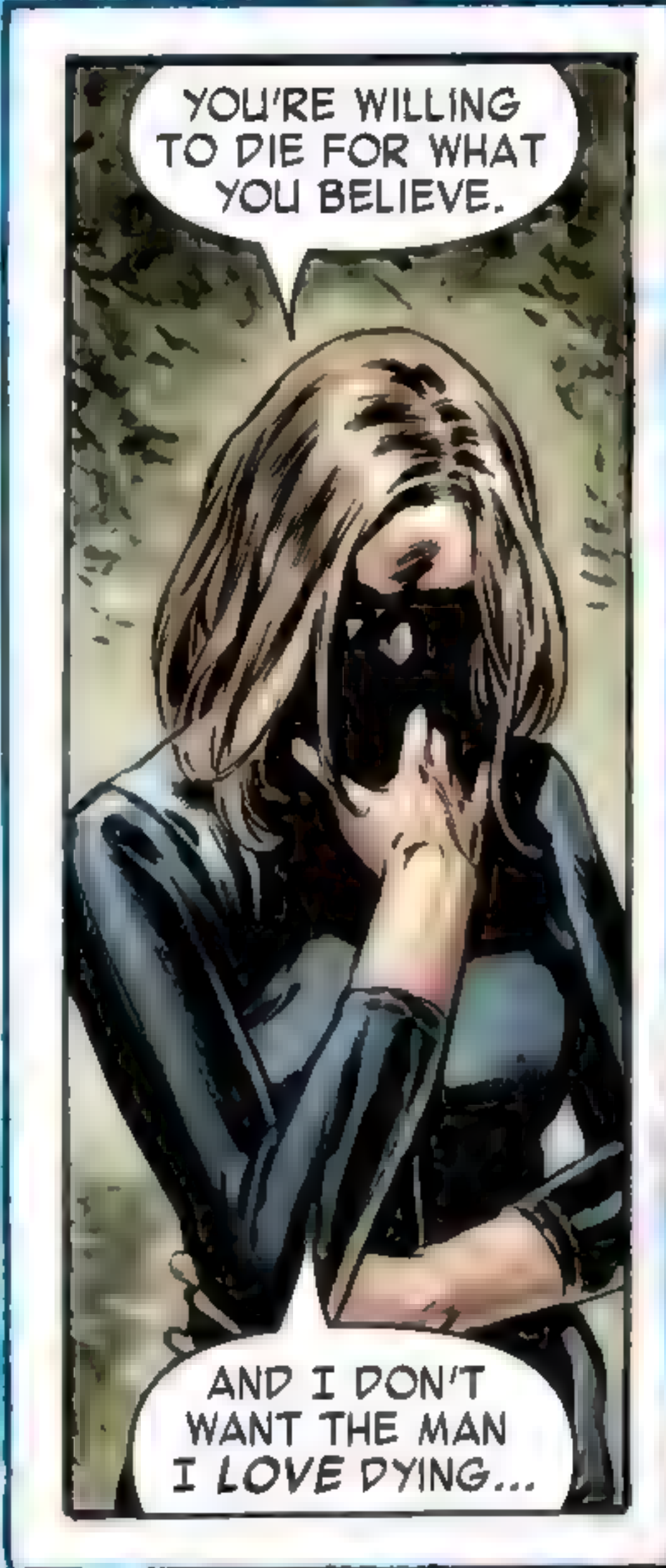
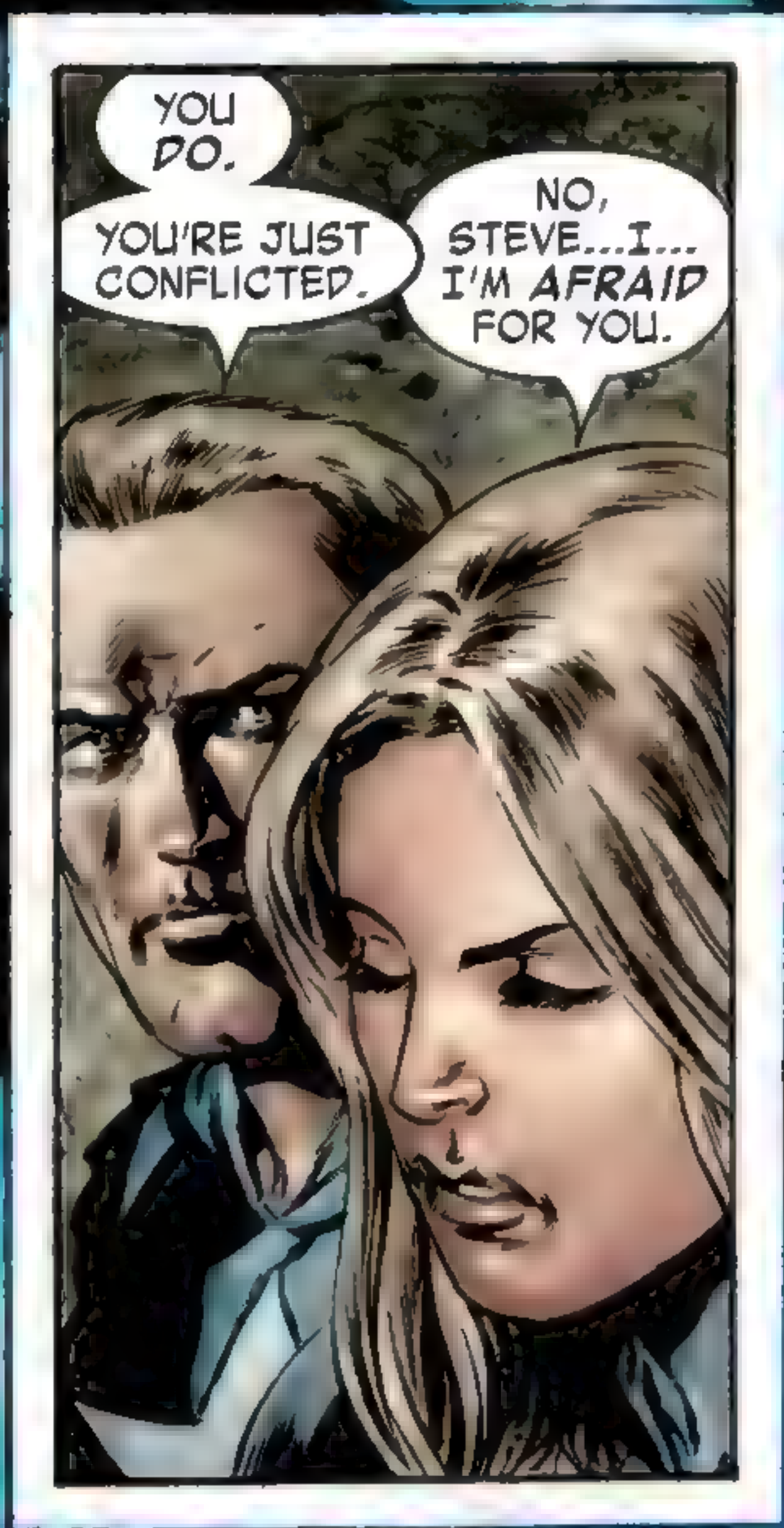
IT MUST BE HARD FOR YOU AT S.H.I.E.L.D...

YEAH, IT IS...BUT I'M GETTING BY.



"I'M A SURVIVOR, TOO, REMEMBER?"







SO, YOU LED
THE S.H.I.E.L.D.
AGENTS TO THE
WRONG ADDRESS...
WHY?

I DON'T
KNOW...I
JUST...

I DON'T
KNOW.



I DON'T
KNOW WHY I'M
DOING HALF THE
THINGS I DO LATELY,
IT FEELS LIKE.

I SCRAMBLED
MY TRACER BECAUSE
I WANTED A CHANCE
TO CONVINCE HIM. TO
MAKE HIM SEE THE
OTHER SIDE...



I WAS
PLANNING TO
SEND A SIGNAL TO THE
CAPE-KILLER TEAM
IF I FAILED...

BUT WHEN
THE TIME CAME,
I JUST...I
COULDN'T.



BECAUSE
YOU LOVE STEVE
ROGERS?

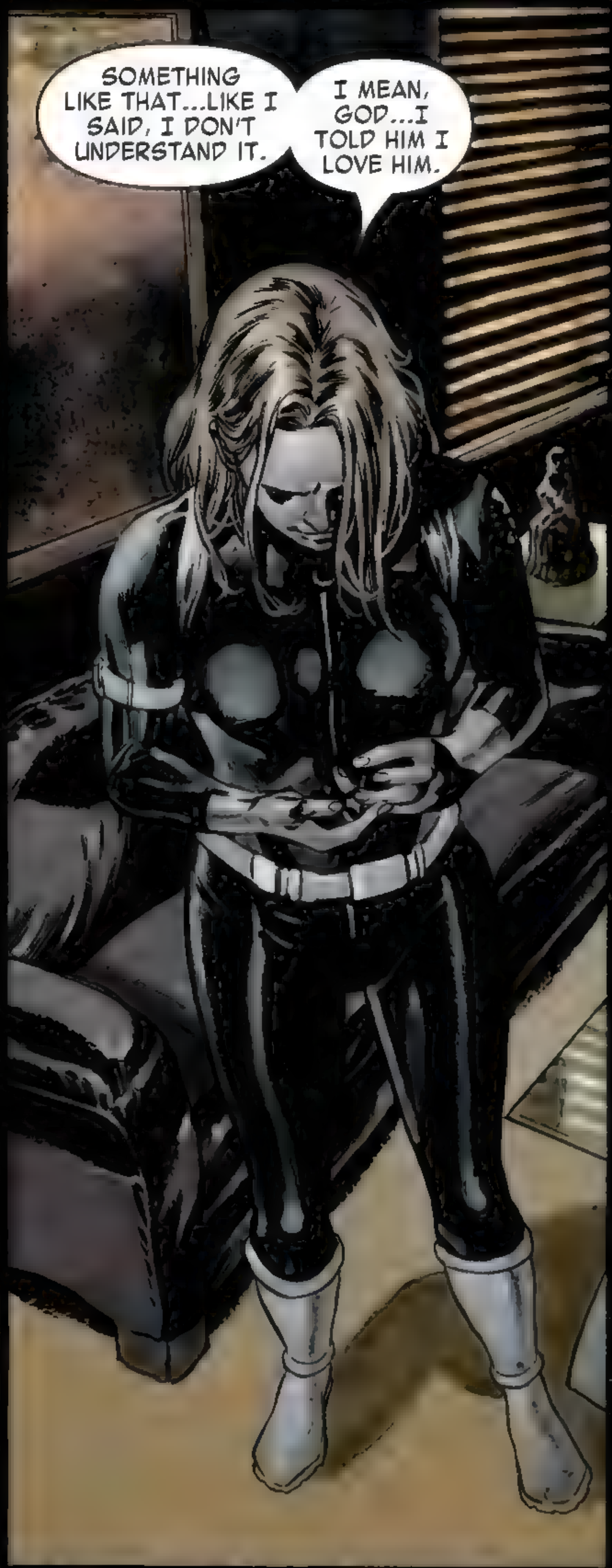
YES.
AND I DON'T
UNDERSTAND
THAT, EITHER...

I'M NOT THE
KIND OF PERSON
TO CHOOSE LOVE
OVER DUTY.



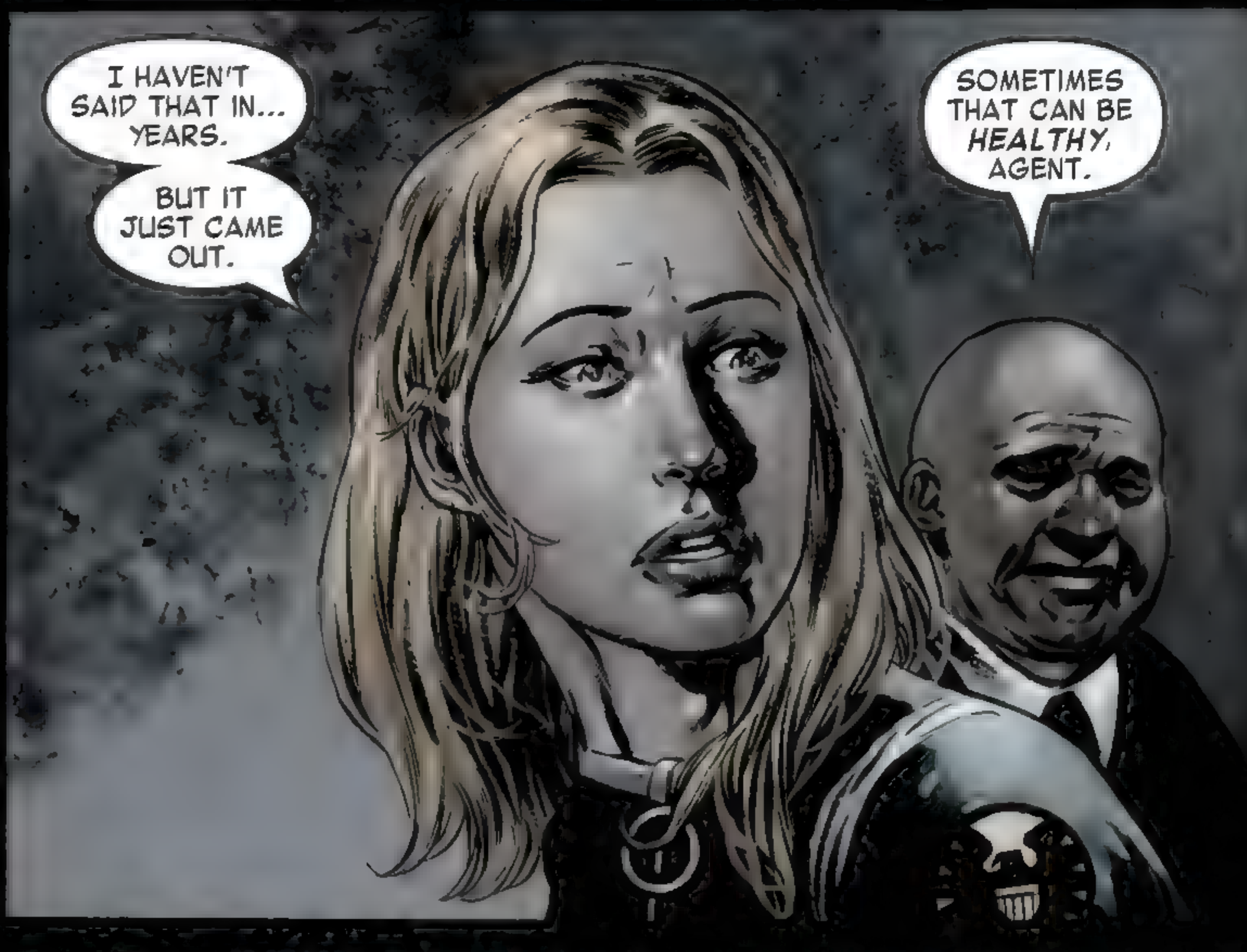
I NEVER
HAVE BEEN.

AND YET
THIS TIME...YOUR
HEART TRUMPED
YOUR HEAD.



SOMETHING LIKE THAT...LIKE I SAID, I DON'T UNDERSTAND IT.

I MEAN, GOD...I TOLD HIM I LOVE HIM.



I HAVEN'T SAID THAT IN... YEARS.

BUT IT JUST CAME OUT.

SOMETIMES THAT CAN BE HEALTHY, AGENT.



NOT KEEPING THINGS BOTTLED UP INSIDE. NOT HIDING.

I GUESS.

SO, AM I NO LONGER FIT FOR DUTY?



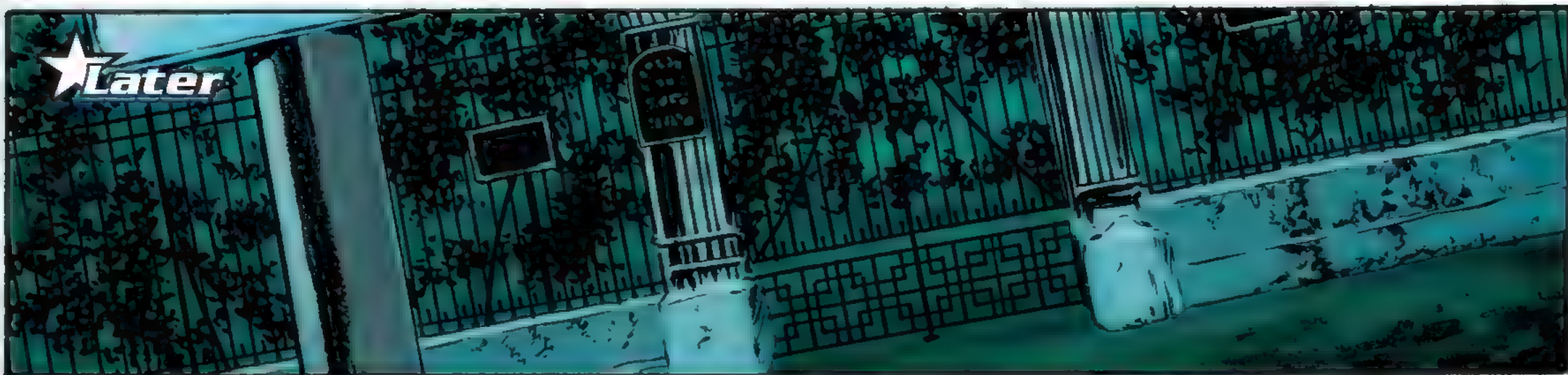
I DON'T KNOW YET, HONESTLY.

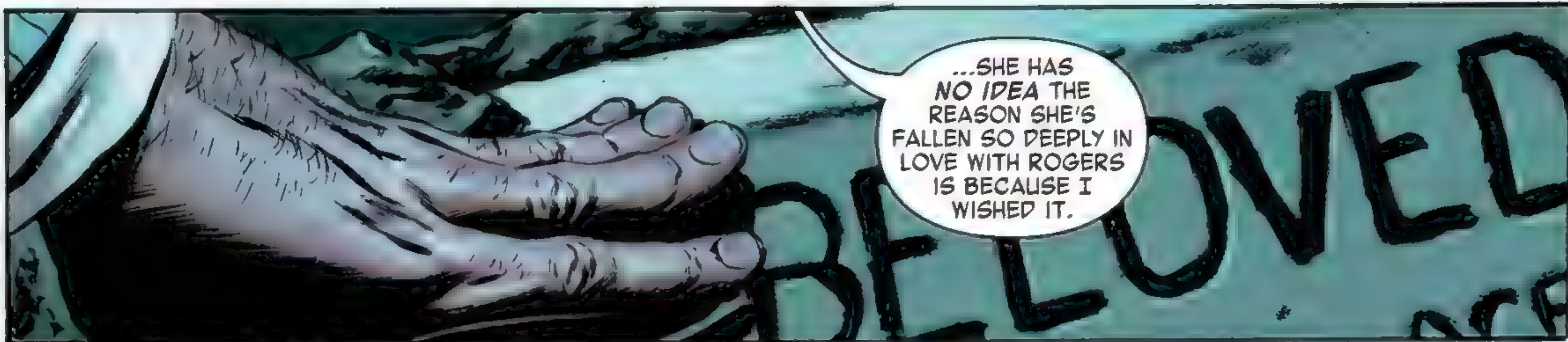
LET'S MEET IN TWO DAYS AND CONTINUE THE DISCUSSION...



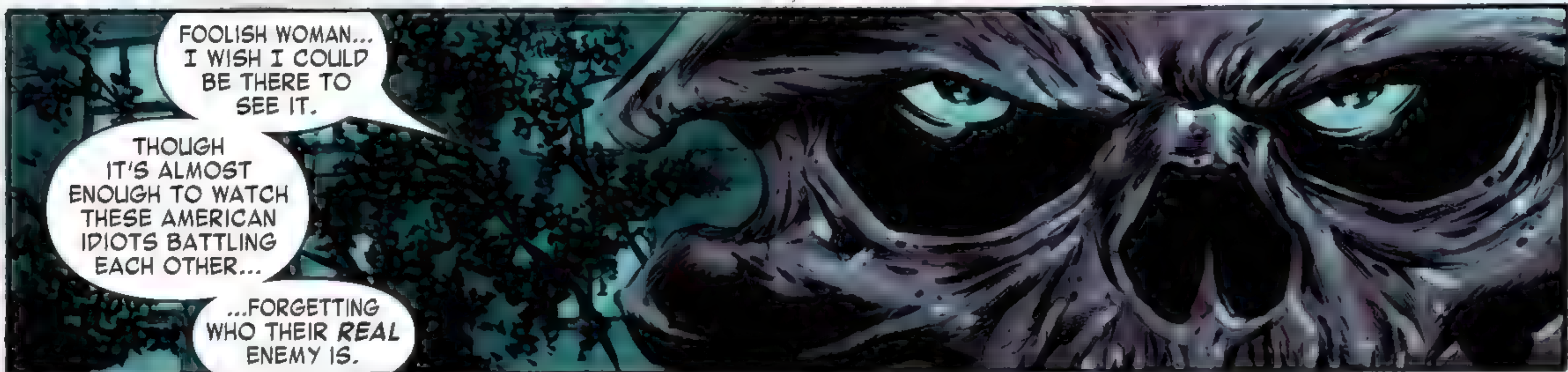
...I DON'T THINK WE'RE DONE WITH YOU YET, AGENT 13.

I HOPE NOT. BECAUSE I REALLY LOVE MY JOB.





...SHE HAS NO IDEA THE REASON SHE'S FALLEN SO DEEPLY IN LOVE WITH ROGERS IS BECAUSE I WISHED IT.



FOOLISH WOMAN... I WISH I COULD BE THERE TO SEE IT.

THOUGH IT'S ALMOST ENOUGH TO WATCH THESE AMERICAN IDIOTS BATTLING EACH OTHER...

...FORGETTING WHO THEIR REAL ENEMY IS.

I AGREE... THE CIRCUMSTANCES COULD NOT BE MORE FORTUITOUS.

AND WHEN THE TIME COMES... AGENT 13 WILL BE RIGHT WHERE WE WANT HER.

SHE HAD BETTER BE, FAUSTUS...

...OR IT'LL BE YOUR FAT HEAD ON THE BLOCK.



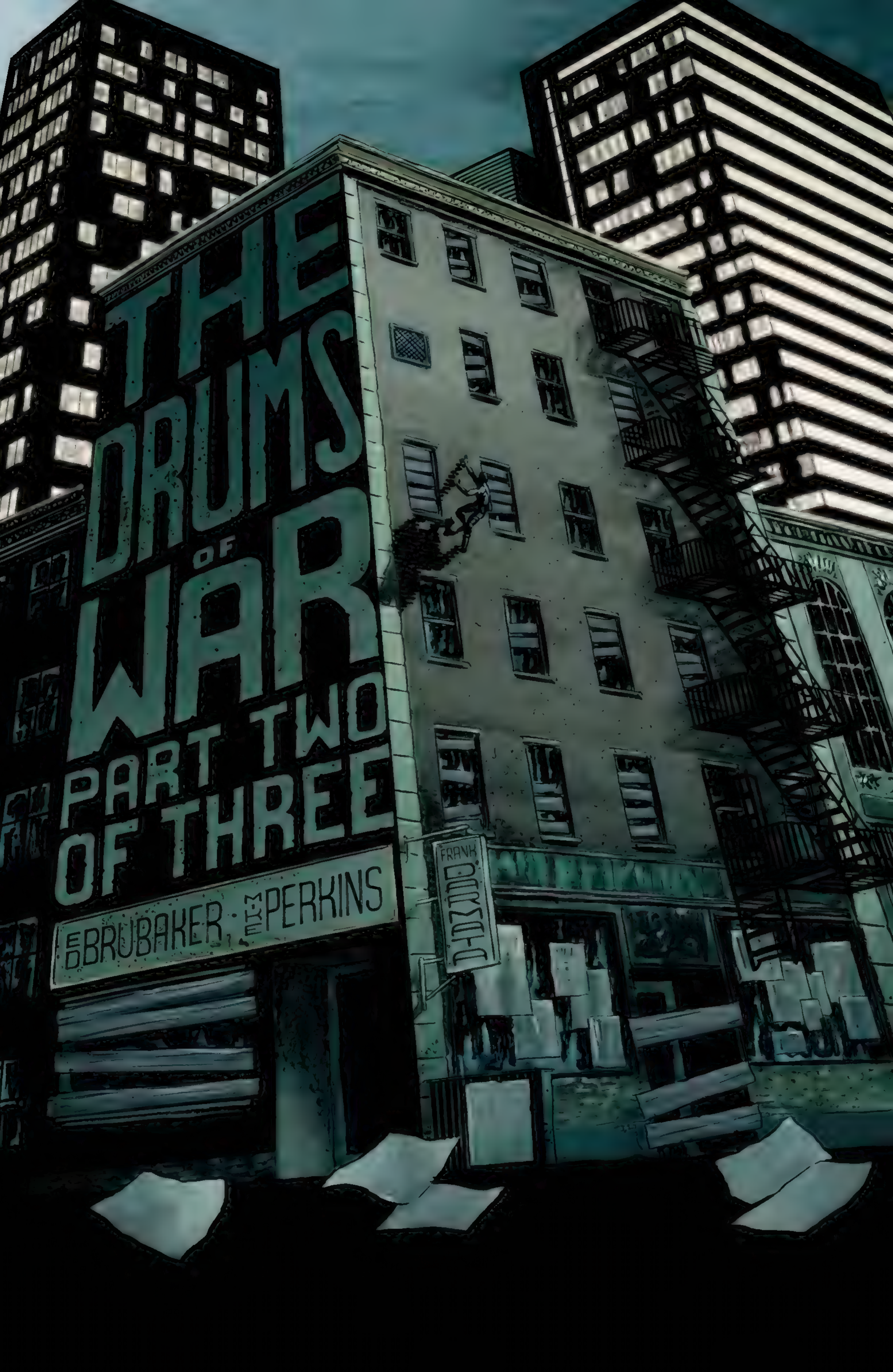


CAPTAIN AMERICA

A MARVEL COMICS EVENT

CIVIL WAR

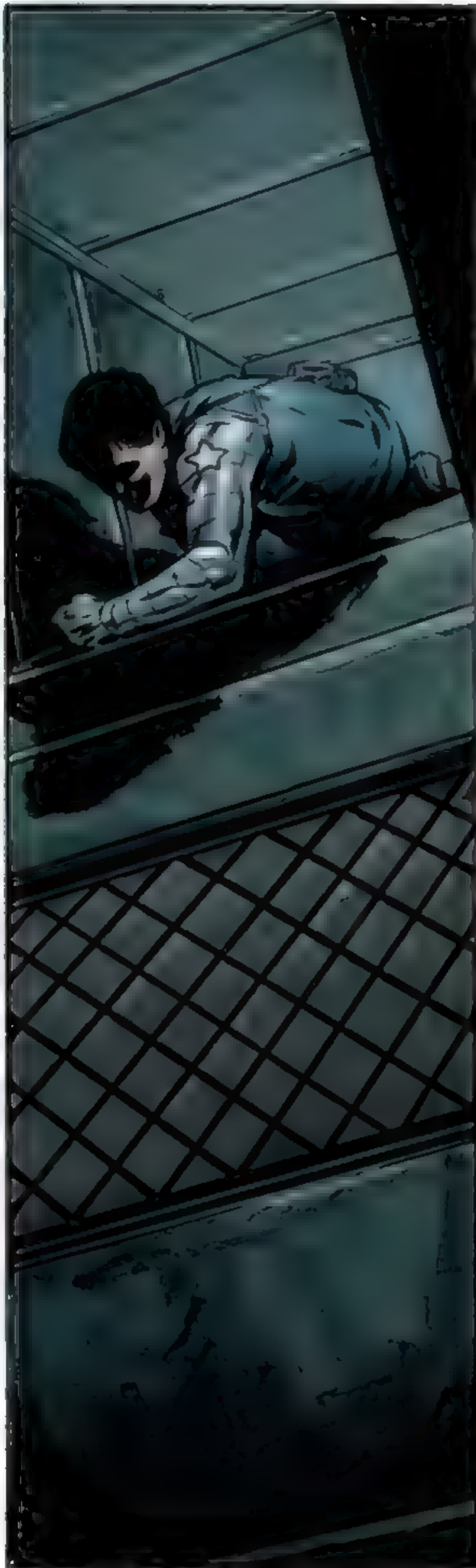
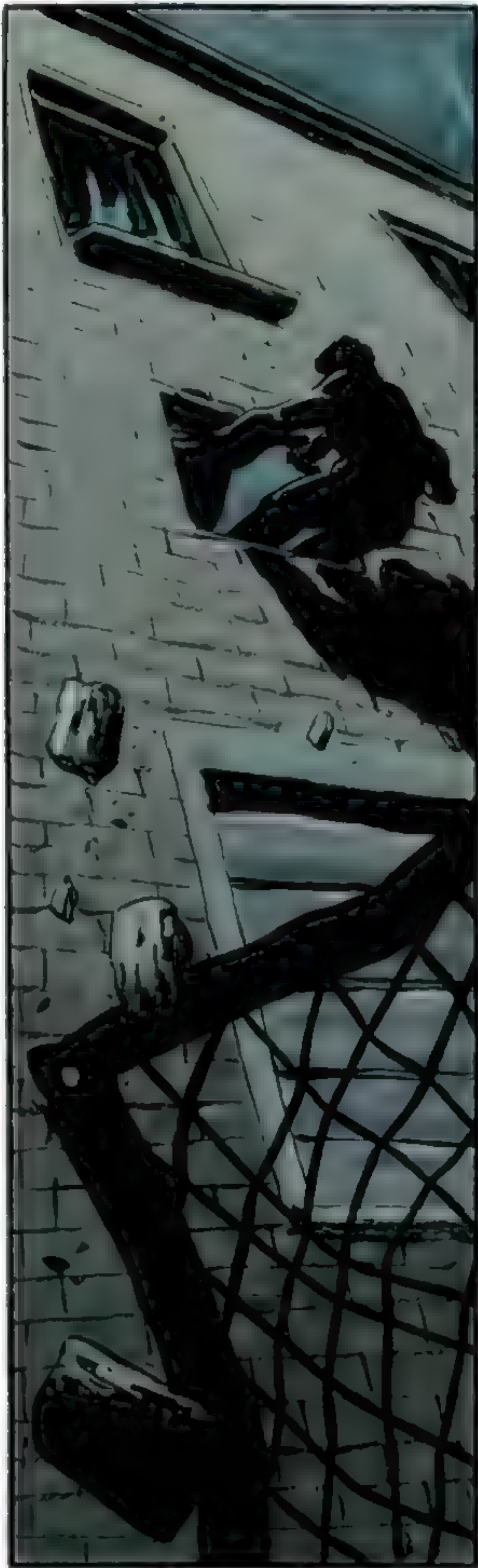
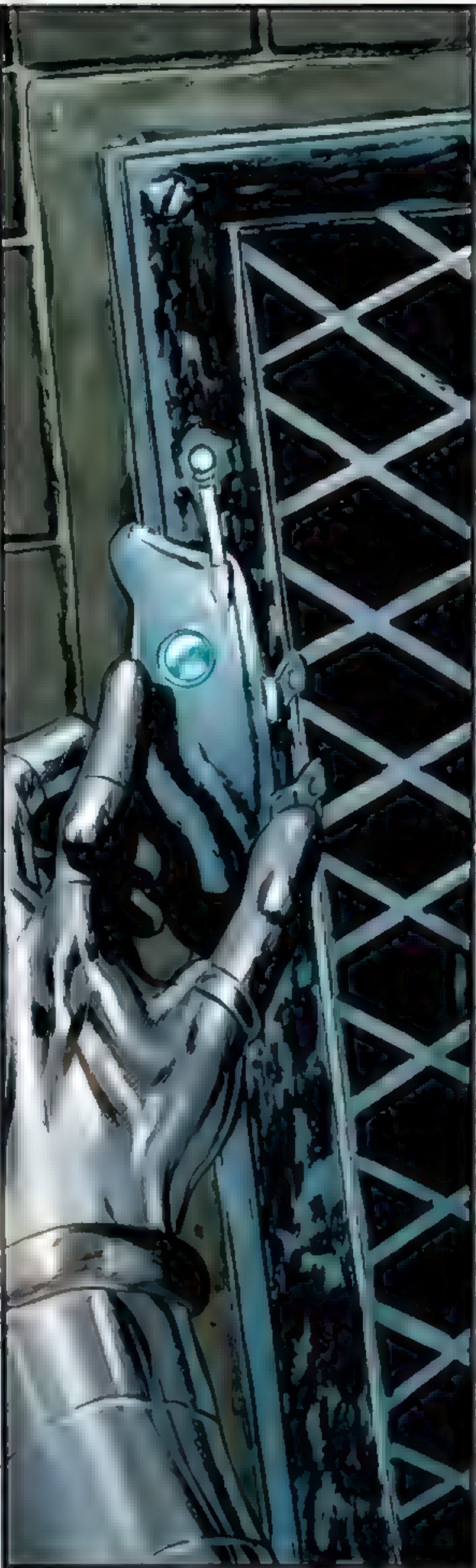
CAPTAIN AMERICA #23
"THE DRUMS OF WAR" PART TWO OF THREE

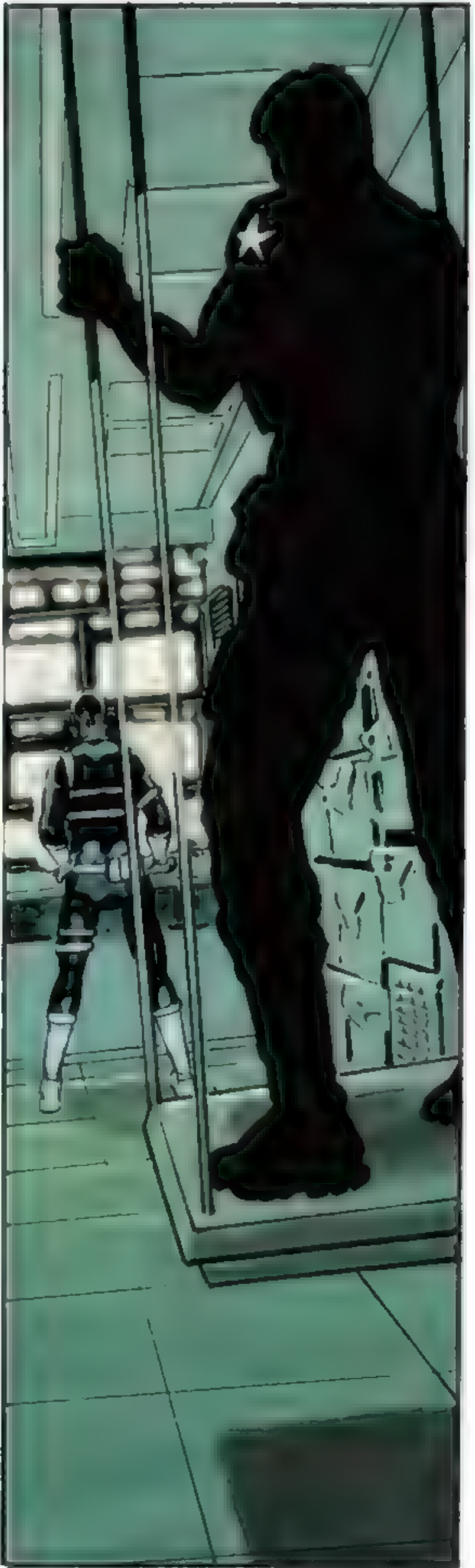
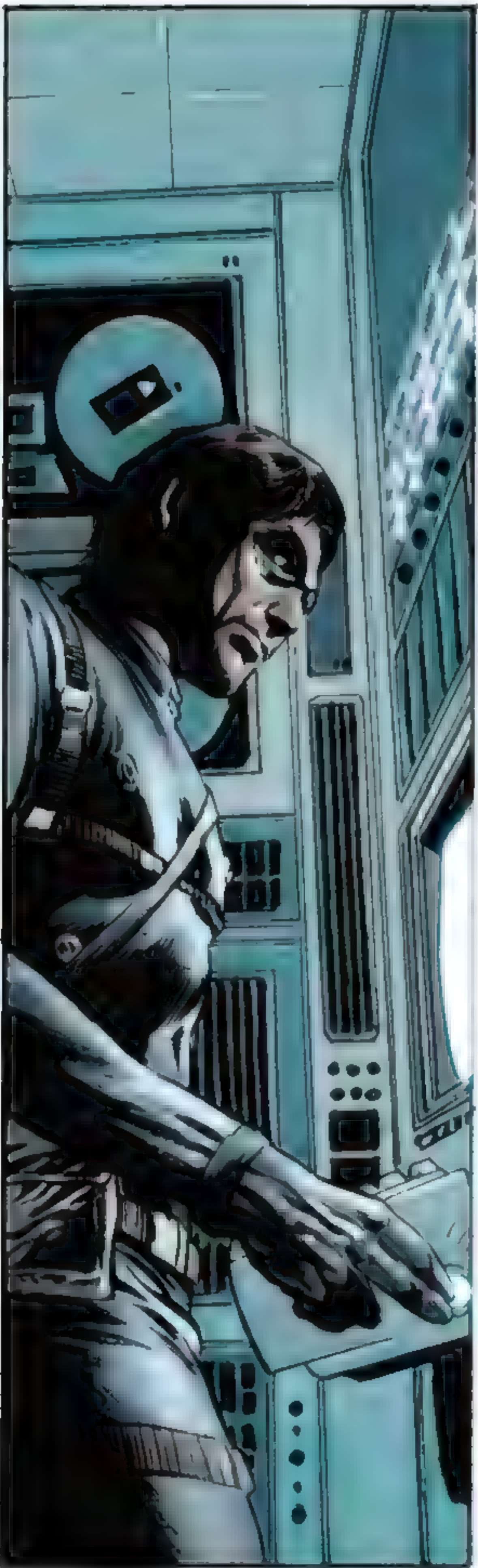
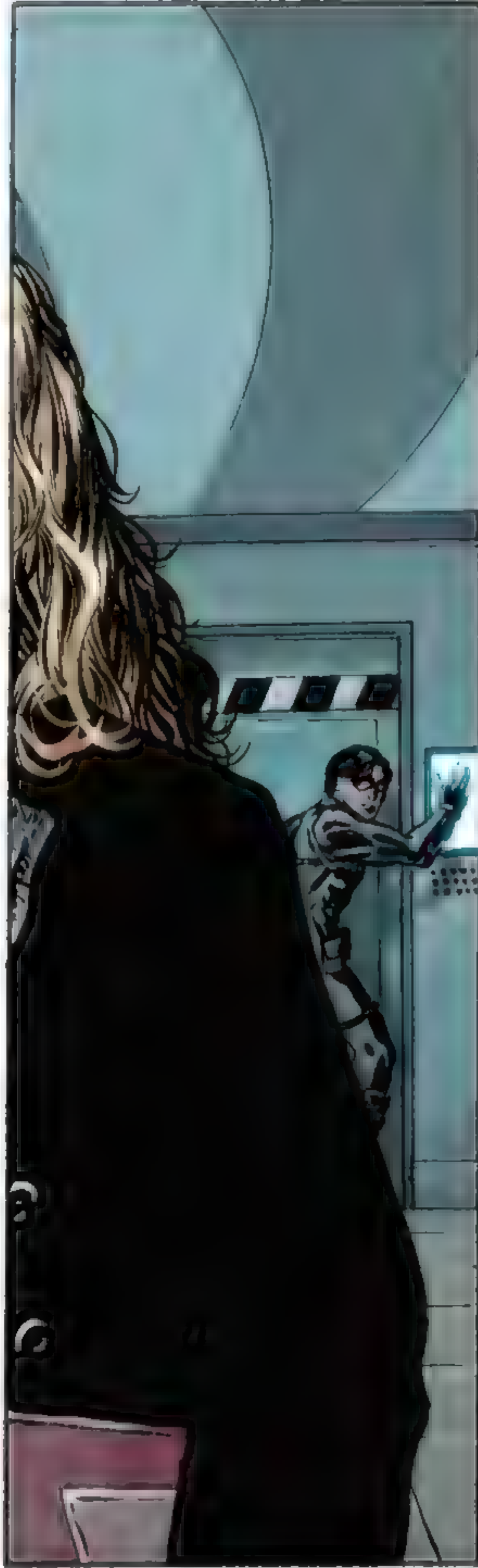
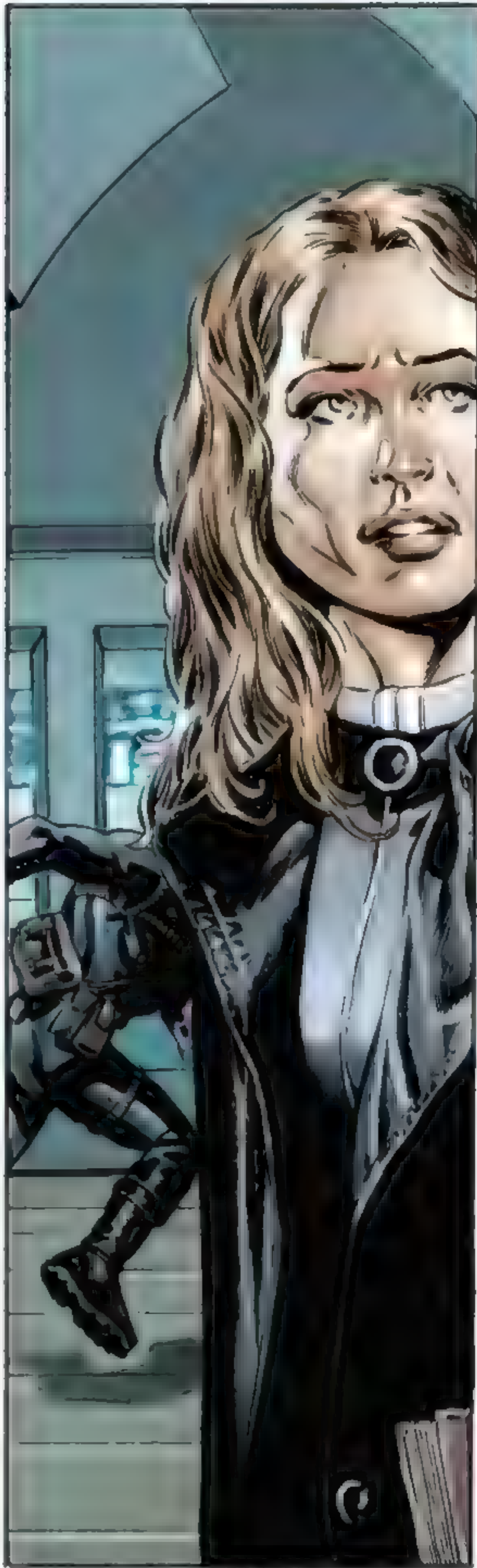
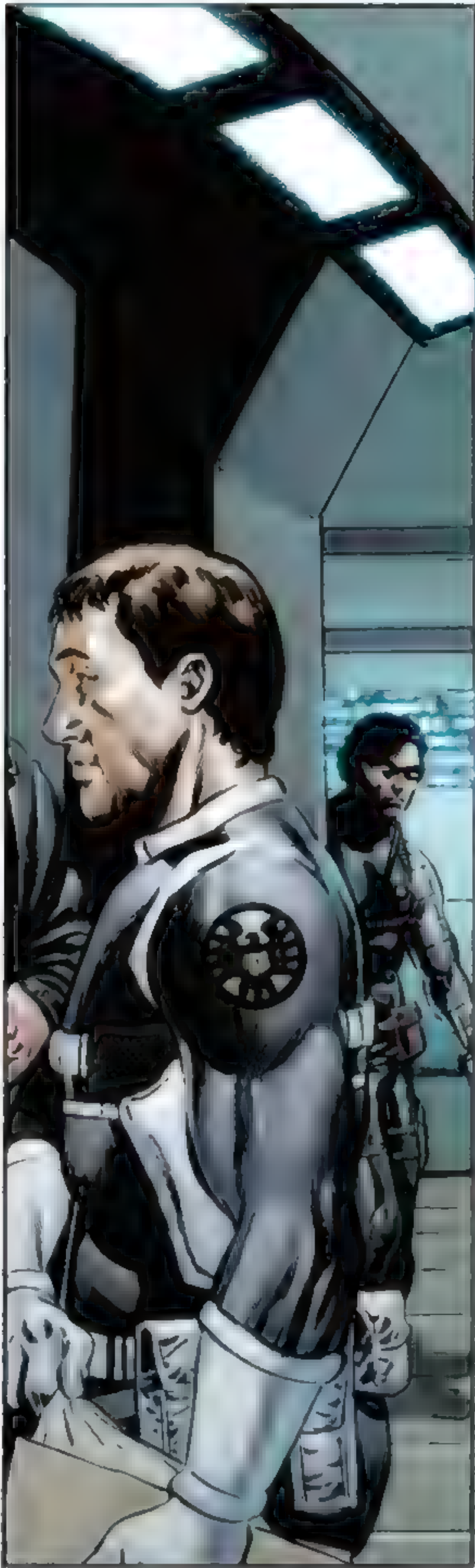


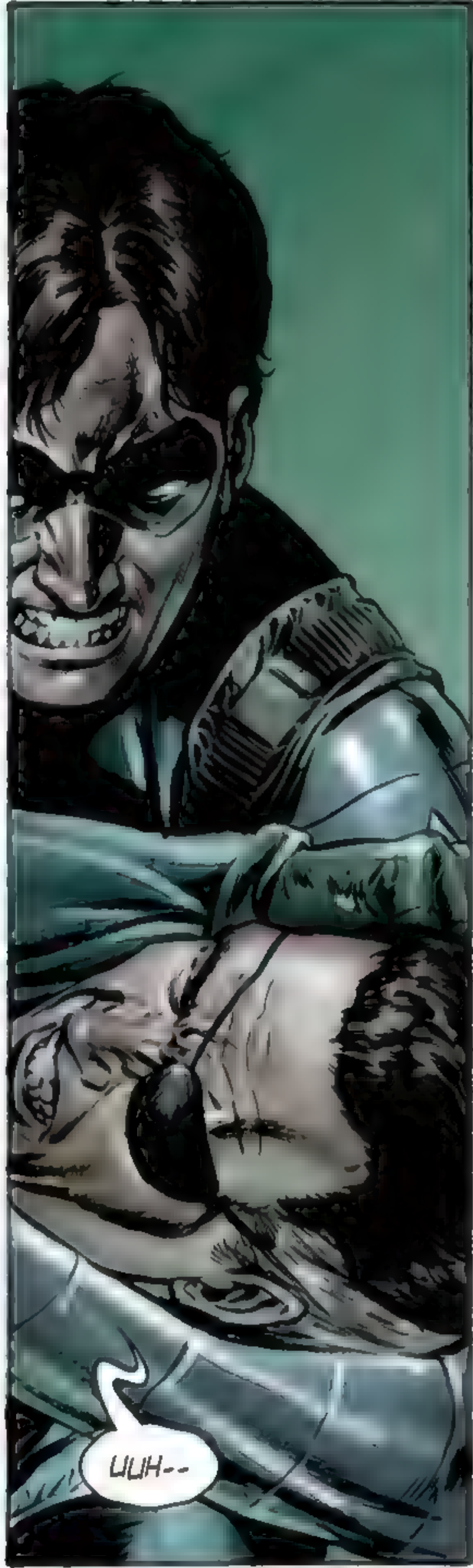
THE
DRUMS
OF
WAR
PART TWO
OF THREE

EBRU BAKER & PERKINS

FRANK
DURSTON









SO, SHARON'S INTEL WAS ON THE MONEY? I HAVEN'T BEEN TO THAT PARTICULAR MONITORING STATION IN YEARS...

WASN'T EVEN SURE IT WAS STILL OPERATIONAL.

YEAH, I GOT IN WITHOUT INCIDENT. AND THIS... OTHER YOU...

...WAS JUST WHERE SHE SAID IT'D BE.



ALL RIGHT, KID... THEN GET A MOVE ON.

IF THIS'S GONNA WORK, YOU CAN'T BE SEEN.



THAT'S NOT GONNA BE A PROBLEM, FURY.

BUT HOW DO I...?



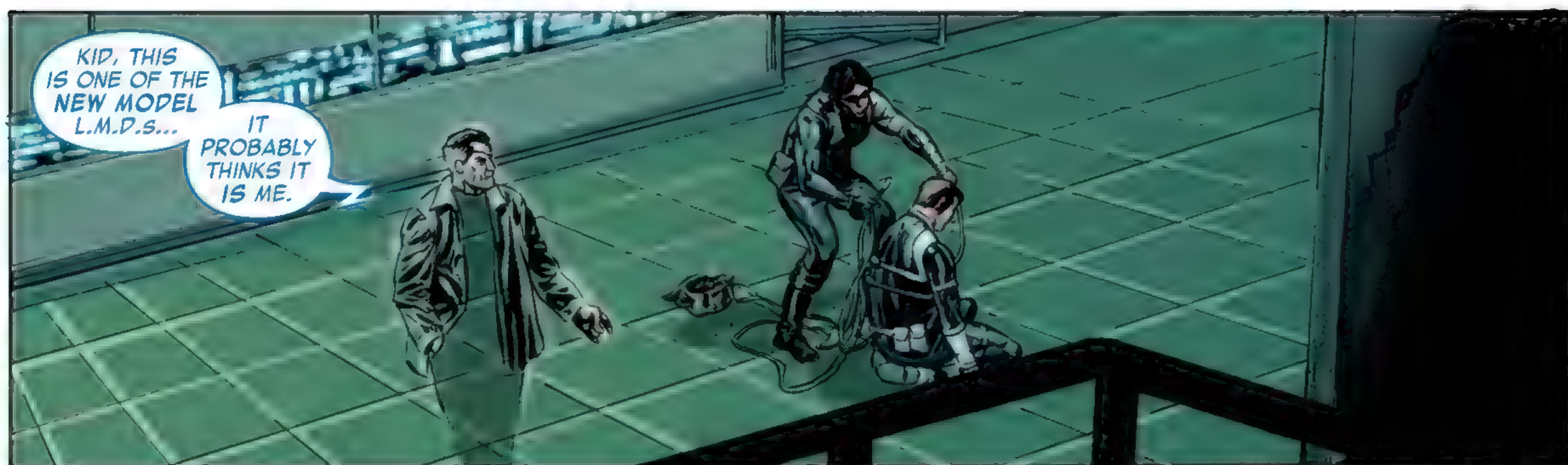
AHH... AND THAT'S EVEN CREEPIER.



JUST INJECT THE NANO-TROJAN WHERE I SHOWED YOU.

YEAH, I KNOW.

IT'S JUST WEIRD. THE THING EVEN MOVED LIKE YOU.



KID, THIS IS ONE OF THE NEW MODEL L.M.D.S...

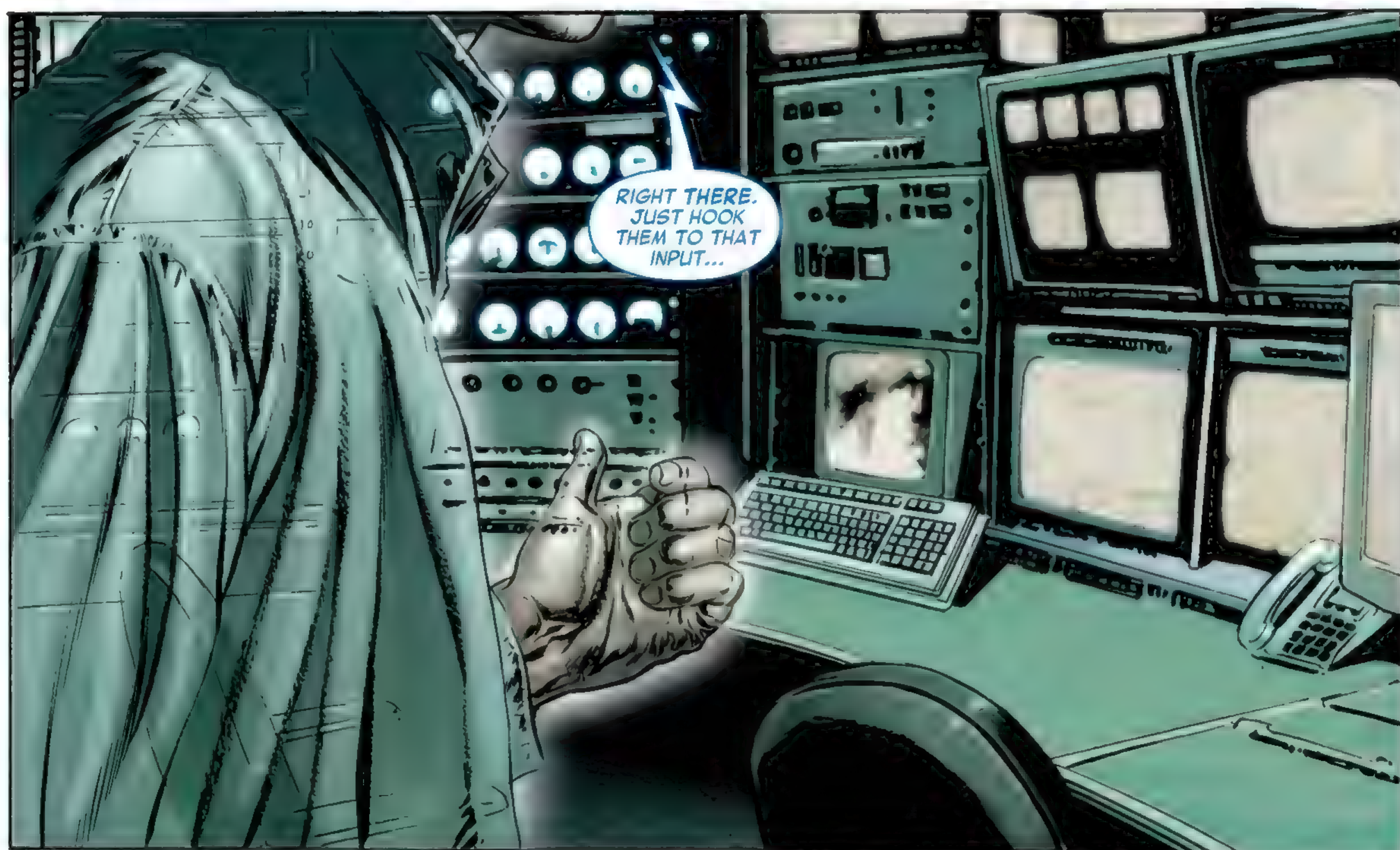
IT PROBABLY THINKS IT IS ME.



AND FROM WHAT MY SOURCES SAY, S.H.I.E.L.D. DOESN'T MIND THAT ONE BIT.

THEY'RE USIN' THIS THING TO COVER THEIR BUTTS.

OKAY... NOW WHERE DO I...?



RIGHT THERE. JUST HOOK THEM TO THAT INPUT...



THEY WANNA PLAY LIKE THEY STILL GOT NICK FURY ON THEIR PAYROLL...

WELL...GOOD FOR THEM... AND US.



SO, WHAT'S THIS DO? YOU'RE IN THEIR SYSTEM NOW?

I NEVER LEFT THEIR SYSTEM, KID... BUT NOW, ANYTIME THIS STAND-IN HERE LOGS ON...



...I'LL BE ABLE TO ACCESS HIM.

HE'LL BE MY EYES ON THE HELICARRIER... AND MY HANDS, WHEN I NEED HIM TO BE.

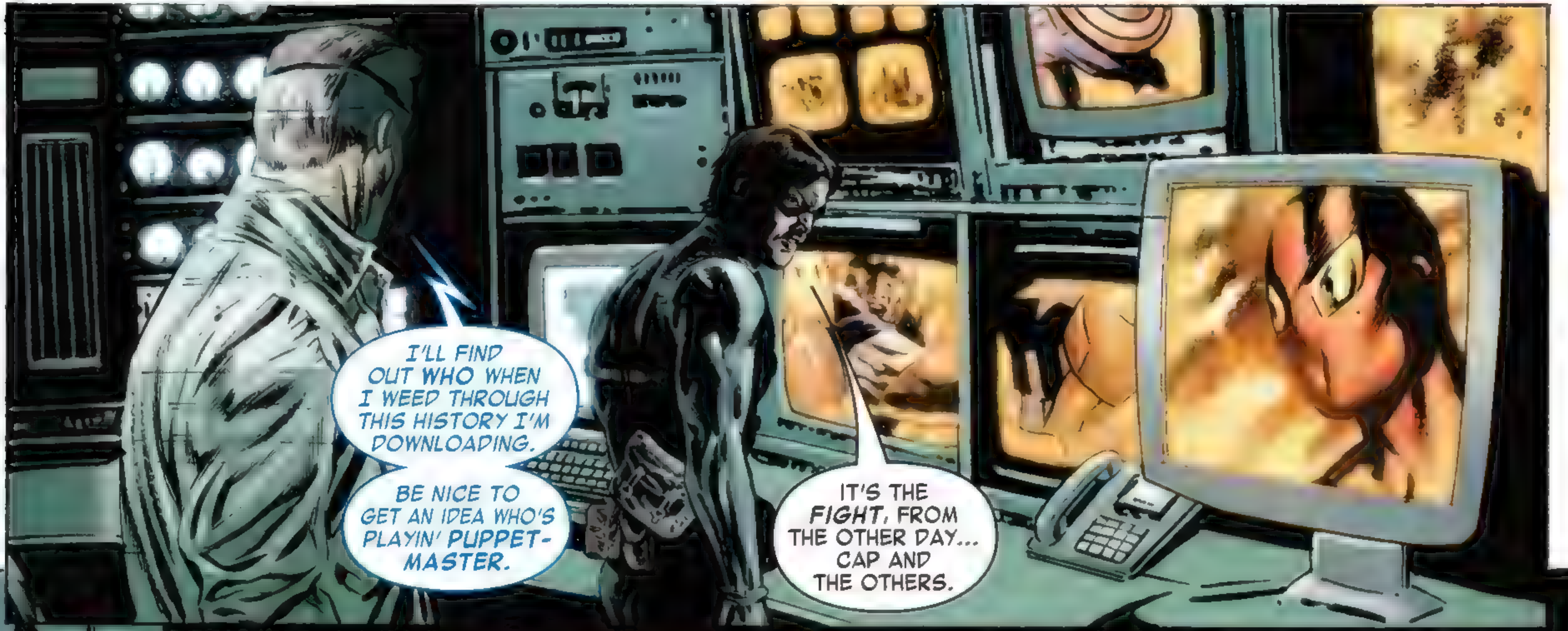


WHAT WAS HE DOING HERE?

WAS HE VIEWING ALL THESE SCREENS AT ONCE?

L.M.D. VISUAL INPUTS ARE MULTI-CHANNEL. THEY'RE BASICALLY SUPER-COMPUTERS WITH A.I.--SO YEAH, HE PROBABLY WAS.

AND HE PROBABLY HAD ORDERS TO DO IT FROM SOMEONE...



I'LL FIND OUT WHO WHEN I WEED THROUGH THIS HISTORY I'M DOWNLOADING.

BE NICE TO GET AN IDEA WHO'S PLAYIN' PUPPET-MASTER.

IT'S THE FIGHT, FROM THE OTHER DAY... CAP AND THE OTHERS.

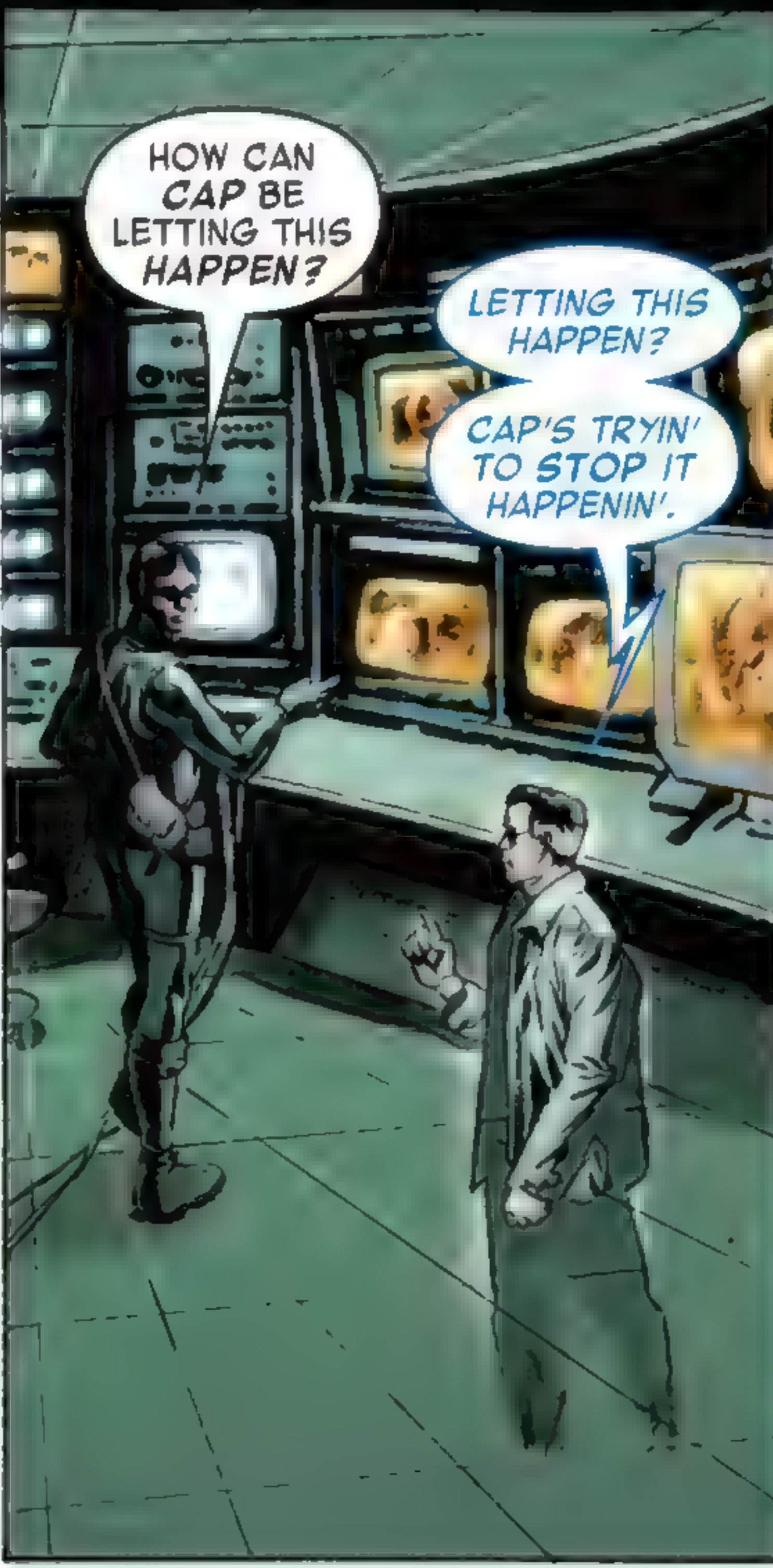


THIS IS THE ONE YOU TOLD ME ABOUT.



GOD... WHAT ARE THEY DOING?

I KNOW I'M STILL IN THE DARK ABOUT MOST OF THESE GUYS...BUT IT LOOKS LIKE THEY'VE LOST THEIR MINDS.



HOW CAN CAP BE LETTING THIS HAPPEN?

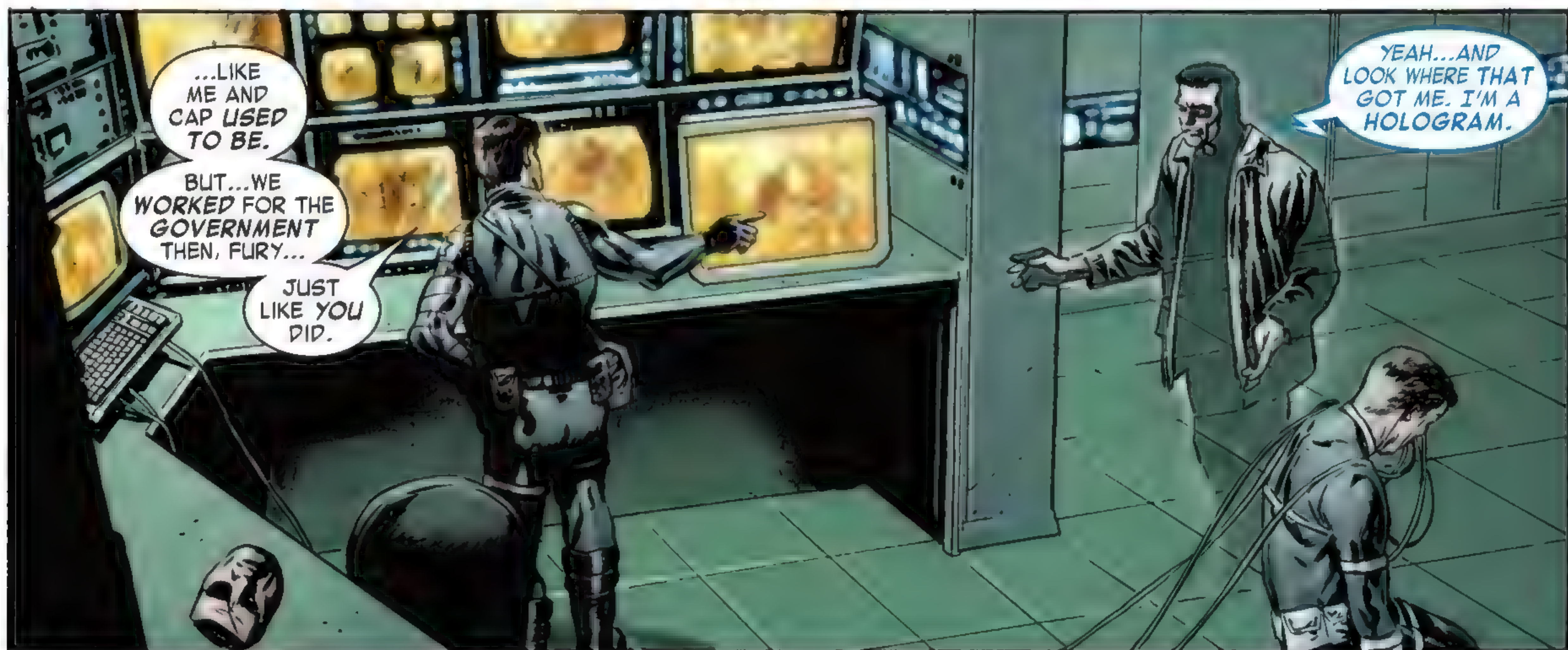
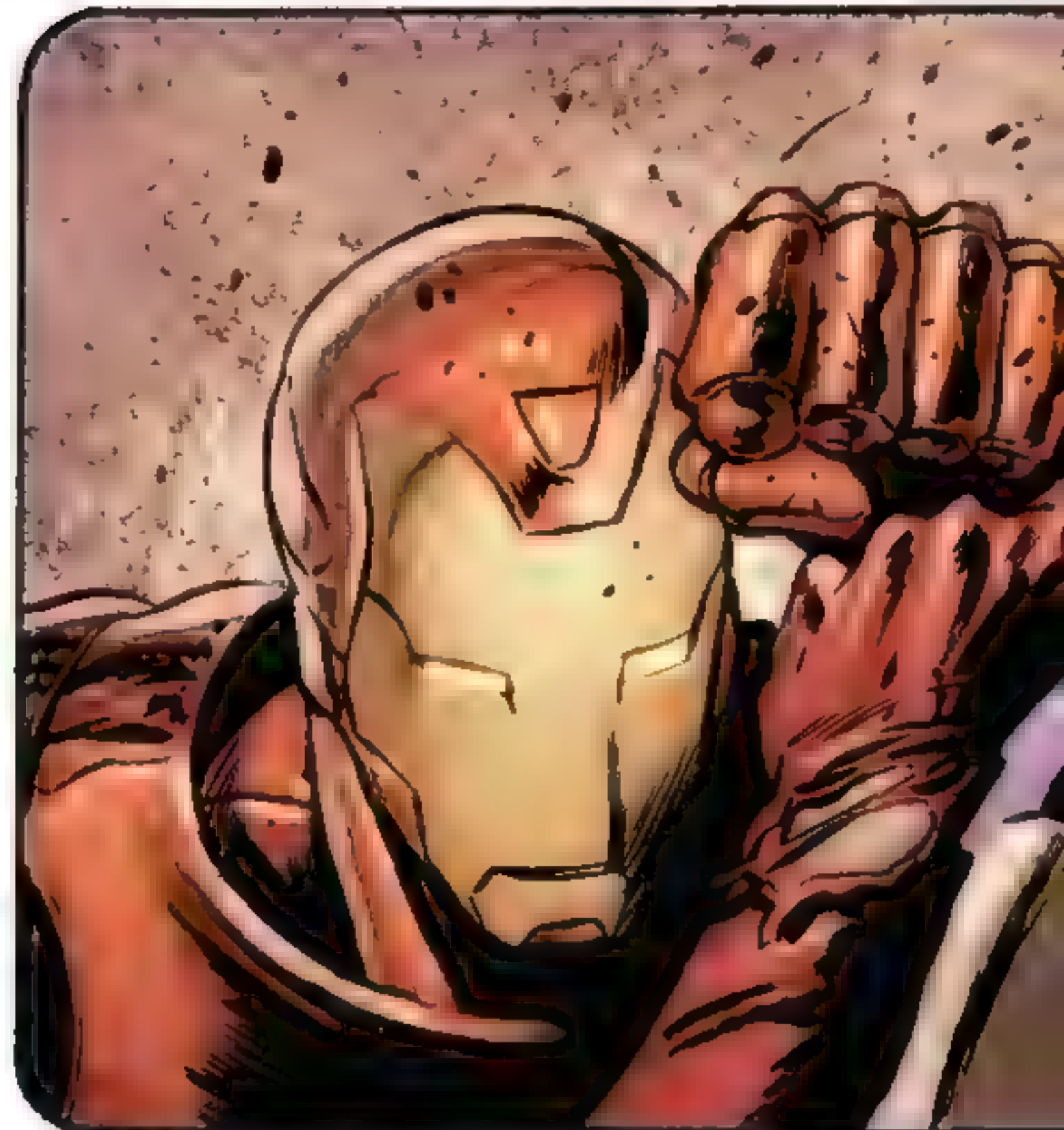
LETTING THIS HAPPEN?

CAP'S TRYIN' TO STOP IT HAPPENIN'.



I DON'T KNOW, FURY... IT'S DIFFERENT FOR ME, WHAT I'VE DONE...

I CAN'T BE OUT THERE, IN PUBLIC LIKE THAT...



...LIKE ME AND CAP USED TO BE.

BUT...WE WORKED FOR THE GOVERNMENT THEN, FURY...

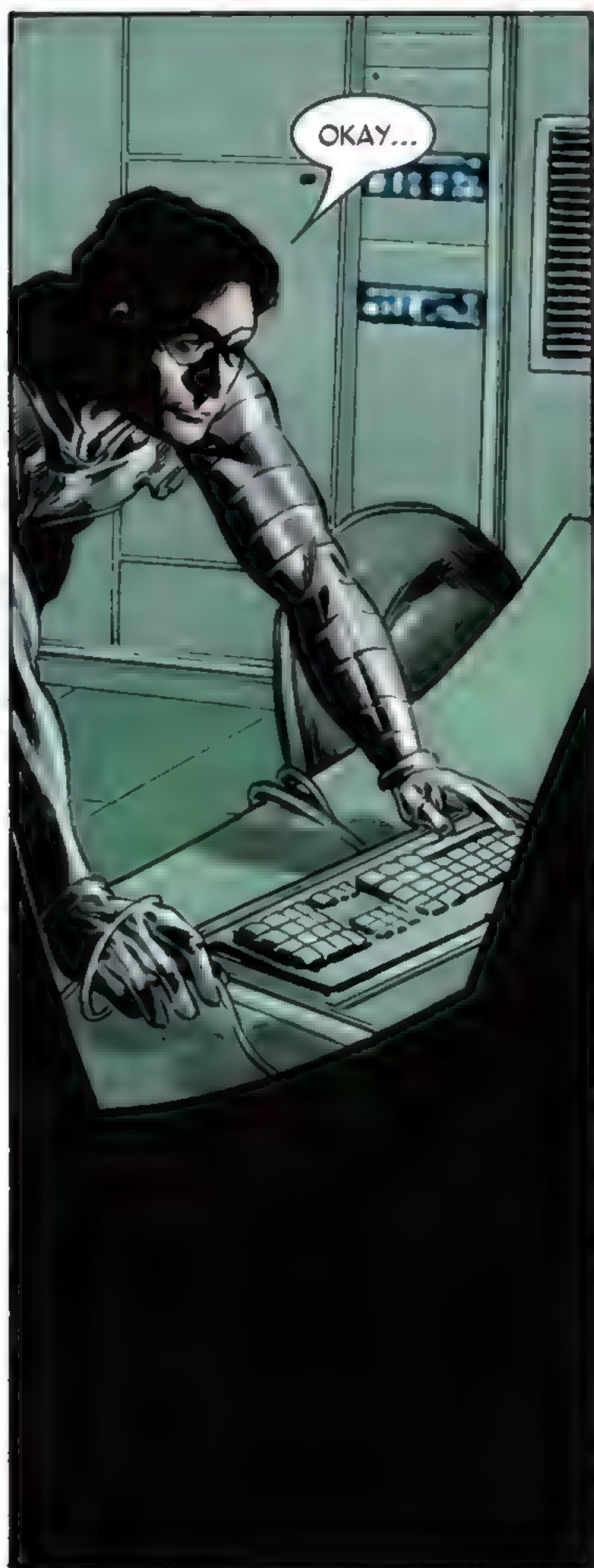
JUST LIKE YOU DID.

YEAH...AND LOOK WHERE THAT GOT ME. I'M A HOLOGRAM.



OH, HEY... SYSTEM DOWNLOAD'S DONE.

YOU CAN LINK HIM.



OKAY...



BUT STILL, IF YOU CAN DO IT, FIGHTING THE GOOD FIGHT...FOR YOUR COUNTRY...

WHAT'S SO WRONG WITH THAT?

NOTHING, BUCKY...IF IT'S WHAT YOU CHOOSE.



BUT HAVIN' YOUR GOVERNMENT FORCE YOU TO WORK FOR THEM?

HAVIN' 'EM MAKE YOUR FRIENDS JOIN UP, AND GIVE UP THEIR SECRETS?

JUST 'CAUSE THEY WANNA MAKE THIS WORLD A BETTER PLACE?



THAT AIN'T THE AMERICA I BLED FOR.



SOUNDS MORE LIKE STALIN'S RUSSIA, TO ME.



AN' I'M GUESSIN' CAP FEELS THE SAME WAY.

YEAH, I GUESS HE DOES...

LIKE I SAID, IT'S DIFFERENT FOR ME.



THAT SENATOR'S SPEECH, WHEN THEY WERE SIGNING THE REGISTRATION ACT?

YEAH. HE NAME-CHECKED THE PHILADELPHIA BOMBING, I KNOW...



THAT MEANS,
ON SOME LEVEL,
I'M PART
OF THE REASON
FOR THIS...

...THIS MESS
THAT CAP'S
CAUGHT
UP IN.



THAT
WASN'T
YOU.

I REMEMBER
IT ALL, DOWN
TO THE LAST
DETAIL...

YOU WEREN'T
IN CONTROL. NOW
YOU ARE, AND YOU'RE
FIGHTIN' BACK.



MAKES YOU FEEL ANY
BETTER, THE FIRST L.M.D.'S
WERE DEVELOPED IN THE
'60S BECAUSE OF
YOU, TOO.

WHAT?

YEAH...YOU WHACKED
SOME U.N. OFFICIAL IN '59, AND
SUDDENLY EVERYONE IMPORTANT IN
WASHINGTON'S TRYIN' TO GET A
MECHANICAL DOUBLE MADE.



LIKE CHICKENS WITH
THEIR HEADS
CUT OFF, THESE
GUYS WERE.

SHOULD'A SEEN
THE PORK THEY
PASSED THROUGH
TO FUND THE
RESEARCH.



YEAH, THAT
ACTUALLY
DOESN'T
MAKE ME FEEL
BETTER.

HEY,
WHAT'RE
YOU DOIN',
KID?



YOU'RE NOT THE ONLY ONE WITH AN AGENDA HERE, FURY.



LOOK AT THAT...

WHAT?

THEY'RE MONITORING LUKIN WITH THEIR SATELLITES. LOOK WHERE HE WAS LAST WEEK.

EVEN WHEN I WAS...YOU KNOW...WHEN I WAS NOT ME...



...I KNEW THAT DOCTOR DOOM WAS A SCARY PIECE OF WORK.

THIS IS WHAT'S HAPPENING 'CAUSE OF THIS "WAR" BETWEEN THE GOOD GUYS...

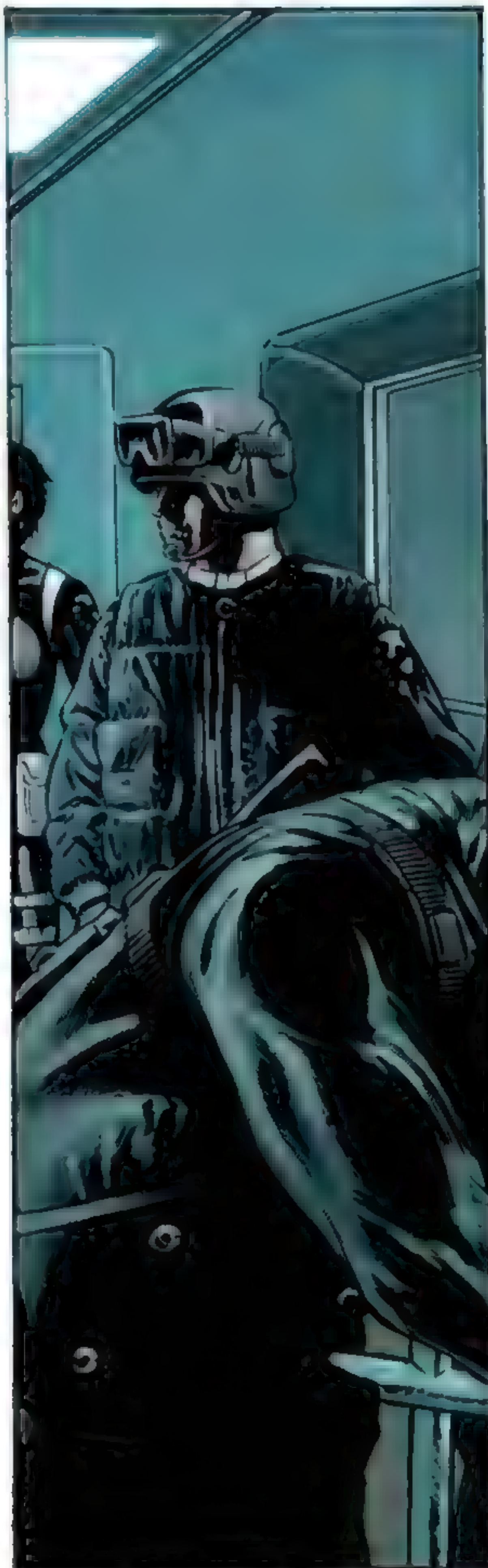
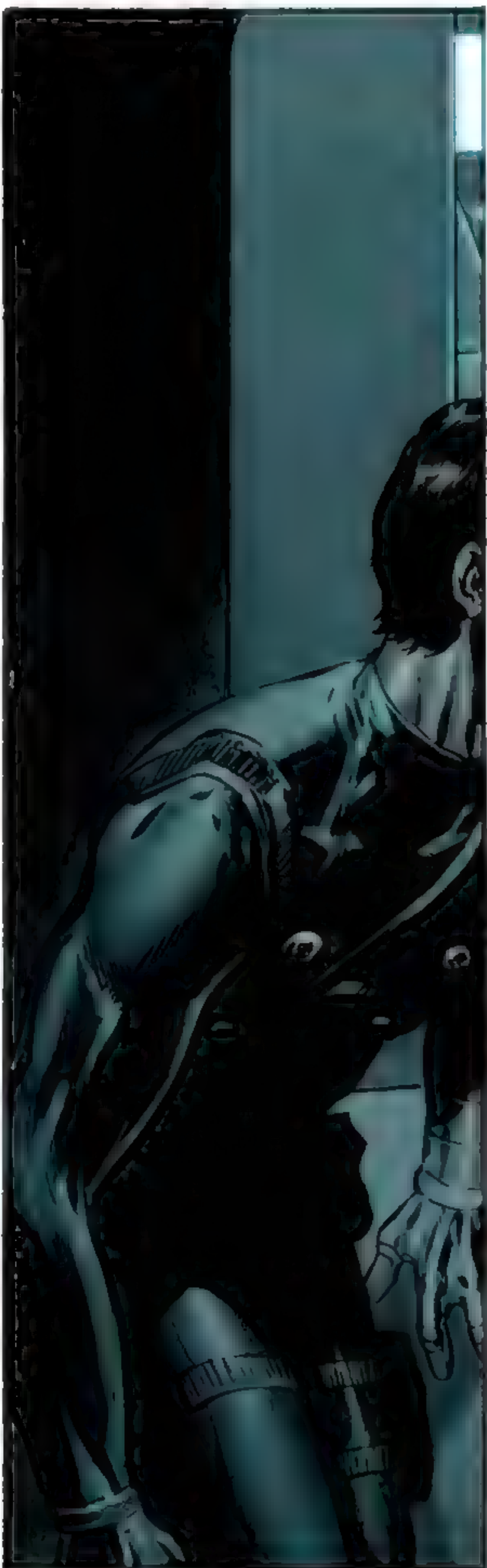
LUKIN--A MASS-MURDERER--VISITS THE LATVERIAN EMBASSY, AND NO ONE EVEN NOTICES.

S.H.I.E.L.D.'S SATELLITES DID, AT LEAST.

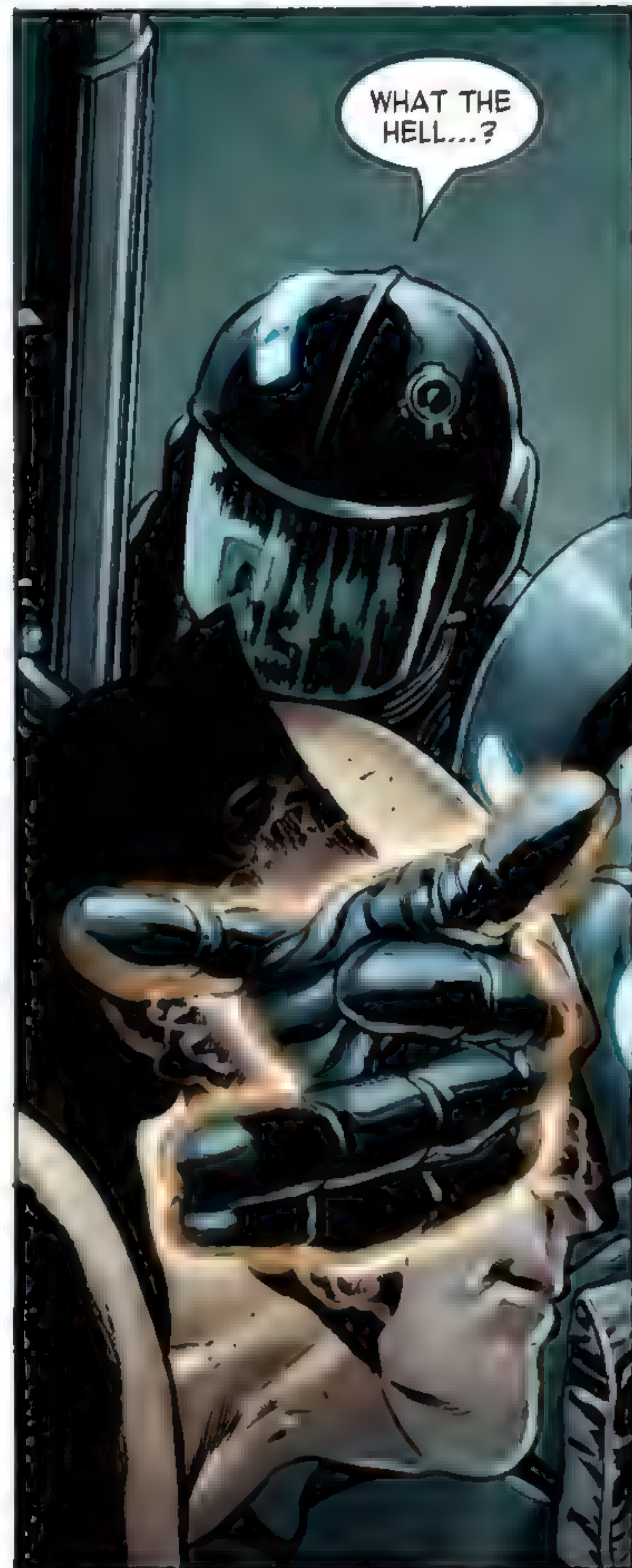


AND YOU TRUST S.H.I.E.L.D. TO FOLLOW UP ON THAT?

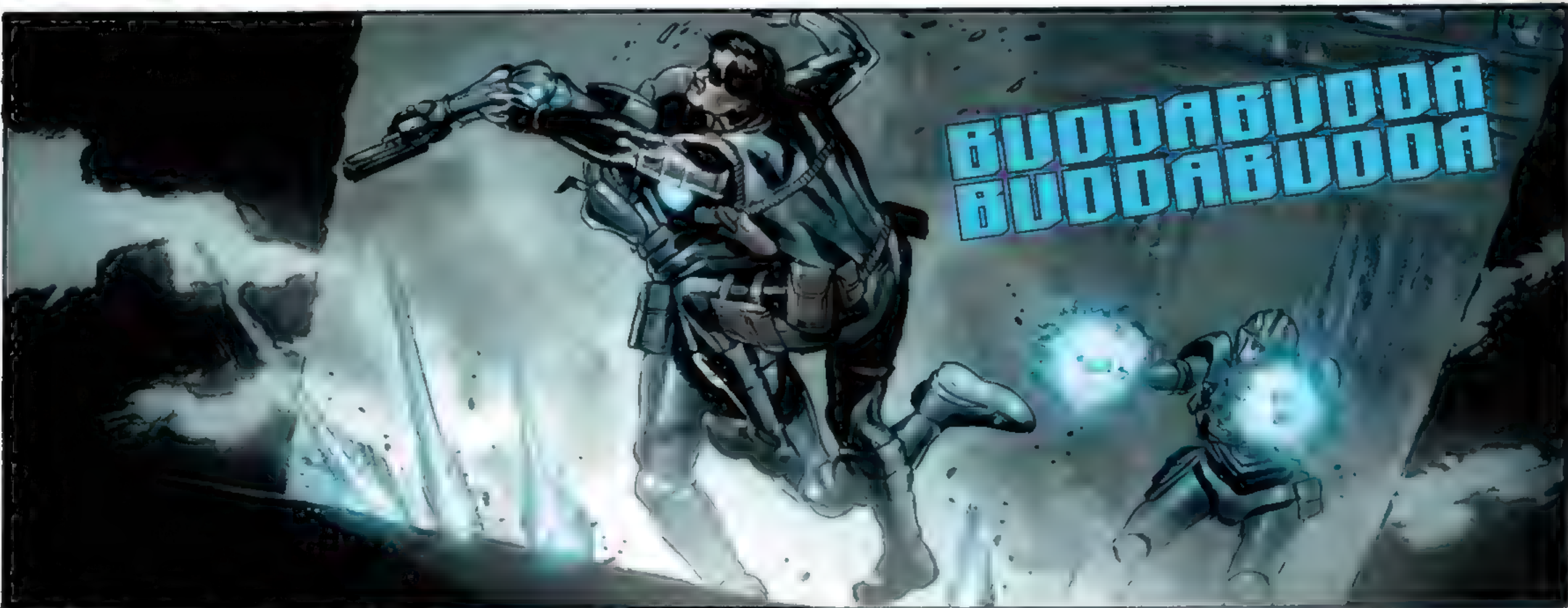
CLEARLY, KID, I DON'T.

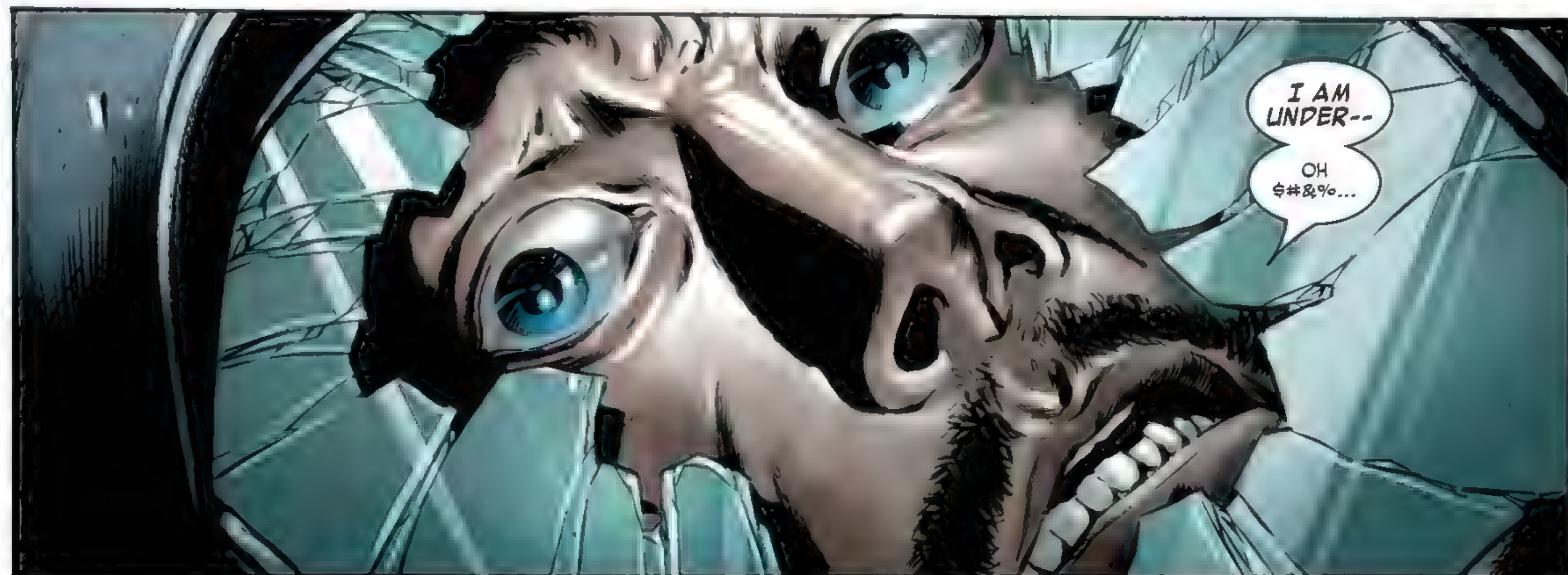














IT'S DONE,
FURY.

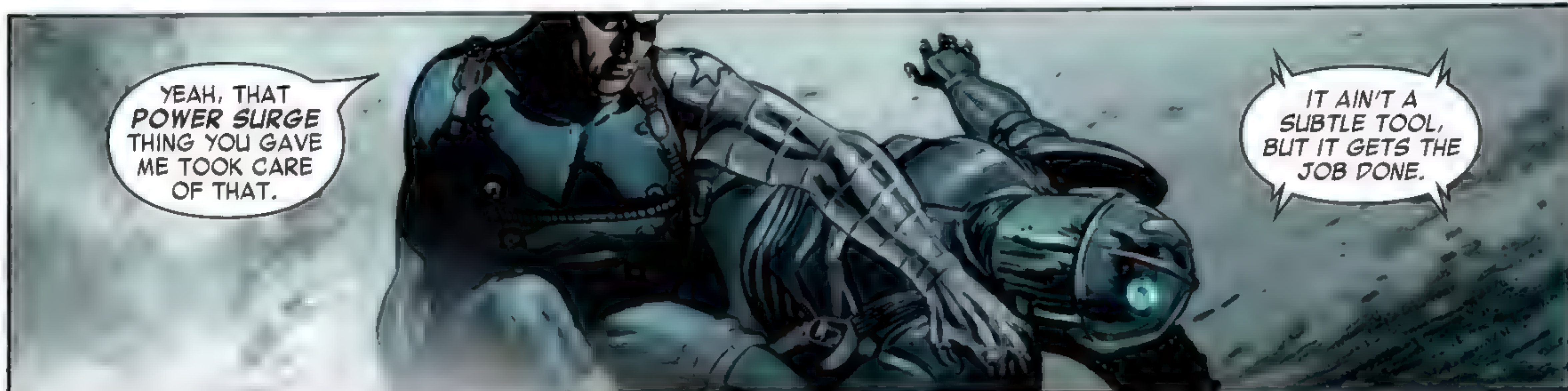
HOW
MUCH TIME DO
I HAVE?

ABOUT THREE
MINUTES UNTIL
ARMED RESPONSE,
KID...



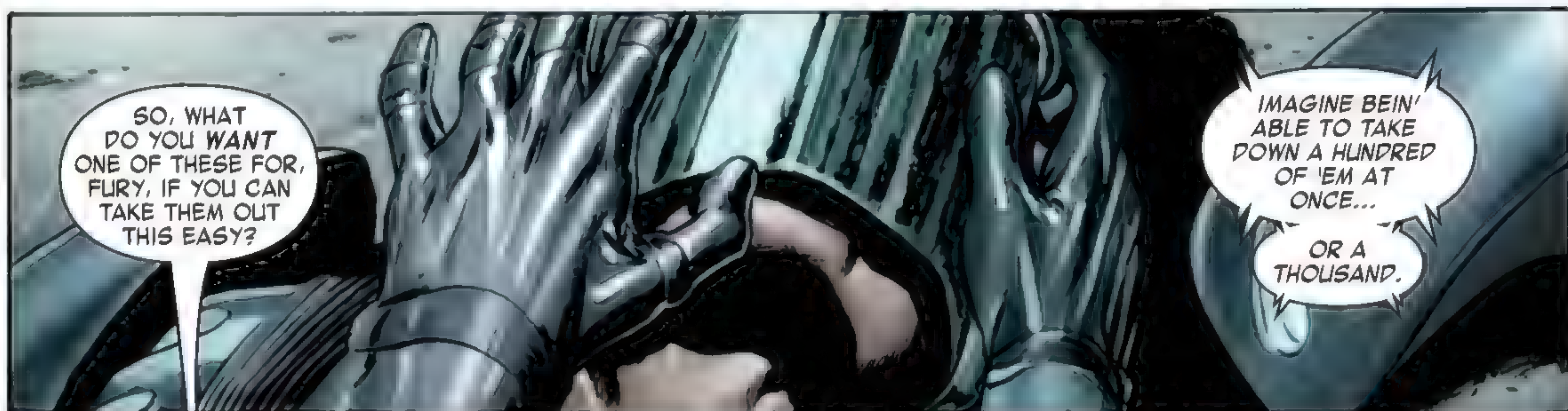
...AND THE NEXT GUYS WON'T BE AS EASY AS THE MORONS THEY SEND OUT AFTER D-MAN.

YOU DID MANAGE TO TAKE DOWN ONE OF THEM UNDAMAGED?



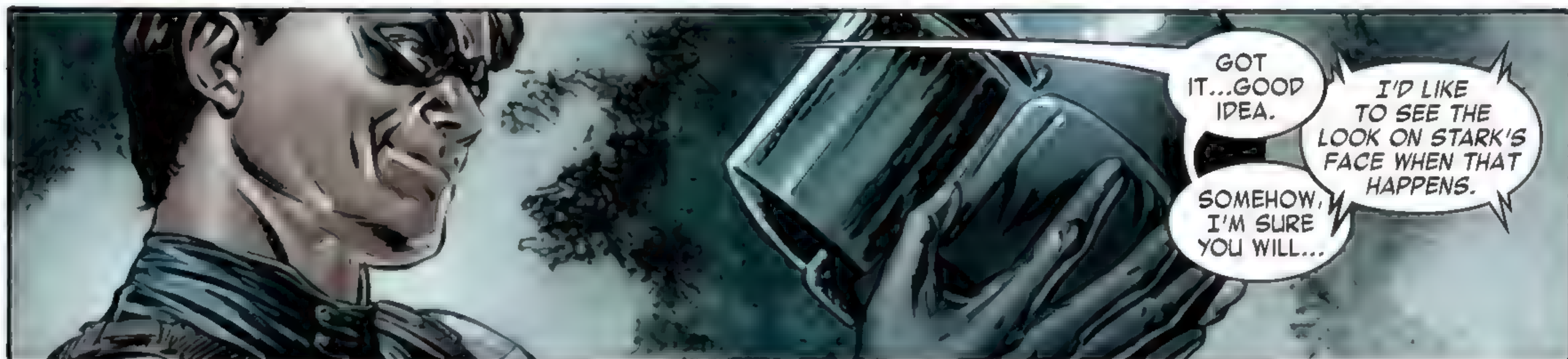
YEAH, THAT POWER SURGE THING YOU GAVE ME TOOK CARE OF THAT.

IT AIN'T A SUBTLE TOOL, BUT IT GETS THE JOB DONE.



SO, WHAT DO YOU WANT ONE OF THESE FOR, FURY, IF YOU CAN TAKE THEM OUT THIS EASY?

IMAGINE BEIN' ABLE TO TAKE DOWN A HUNDRED OF 'EM AT ONCE...
OR A THOUSAND.



GOT IT...GOOD IDEA.

I'D LIKE TO SEE THE LOOK ON STARK'S FACE WHEN THAT HAPPENS.

SOMEHOW, I'M SURE YOU WILL...



WHAT'RE YOU DOIN', KID?

NOTHING, JUST REALIZING HOW CLOSE BY THE LATVERIAN EMBASSY IS.



DON'T EVEN THINK ABOUT IT. I TOLD YOU, LEAVE LUKIN TO ME...

S.H.I.E.L.D.'S SATELLITES AREN'T THE ONLY THINGS WATCHIN' HIM.

THEY BETTER NOT BE, FURY.

★ **Latveria,
Sovereign
Realm Of
Doctor Doom...**



SO, VON
DOOM...WHAT
NEWS FROM
THE DIG IN
GERMANY?

ARE YOUR
PEOPLE FINDING
WHAT I TOLD
YOU?

YES,
SKULL...THAT,
AND MORE
BEYOND.

YOU SHALL
HAVE YOUR
DEAL, AS
PROMISED.

DOOM IS
TRUE TO
HIS WORD.

SO, YOU
BELIEVE IT, THEN?
THAT YOU LIVED IN
EISENDORF 500
YEARS AGO?

THAT
YOU WERE THE
BARON OF
IRON?

NO, SKULL...
IT'S FAR BETTER
THAN THAT.

I BELIEVE
THAT *SOMEDAY*,
IN MY FUTURE...I
WILL BE.



YOU HAVE GRANTED ME A GLIMPSE OF MY LIFE TO COME, SKULL...

A CHANCE TO VIEW MY OWN *GENIUS* FROM ANOTHER ANGLE... TO SEE WHAT THESE HANDS WILL ONE DAY CREATE... FROM NOTHING...



YOU'VE MORE THAN EARNED YOUR FEE...

BUT ARE YOU WISE ENOUGH TO UNDERSTAND HOW TO USE IT?

I MAY NOT BE YOU, VON DOOM, BUT I'M NO FOOL.



LET US HOPE NOT.

THE *DEVICE* WILL BE DELIVERED TO KRONAS' LABS AT YOUR HOME BASE.

IT WILL BE GOOD FOR ONE USE ONLY.



THAT WILL BE ALL I NEED, VON DOOM...

...TO ENSURE THIS *CIVIL WAR* IS JUST THE BEGINNING OF MY ENEMY'S *SUFFERING*.



CAPTAIN AMERICA

A MARVEL COMICS EVENT

CIVIL WAR

CAPTAIN AMERICA #24
"THE DRUMS OF WAR" PART THREE OF THREE

S.H.I.E.L.D. Helicarrier



YES, YOU ARE BEING REASSIGNED, SHARON...BUT NO, YOUR CLEARANCE IS NOT BEING REVOKED.

AND YOU CAN THANK PUGAN AND THE SHRINK IN ADMIN FOR THAT.

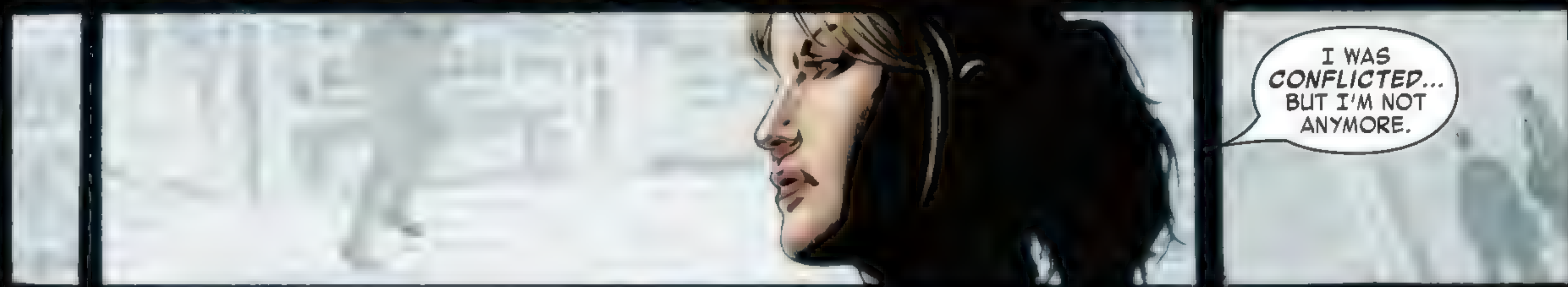


THEY BOTH SUBMITTED REPORTS ON YOUR FITNESS, REGARDLESS OF YOUR INSUBORDINATION LAST MONTH.

SO, I'M GOING TO CONSIDER THAT A ONE-TIME OFFENSE, AGENT 13, AND YOU'RE GOING TO MAKE CERTAIN THAT IT IS.



IT WILL BE, DIRECTOR HILL.



I WAS CONFLICTED... BUT I'M NOT ANYMORE.

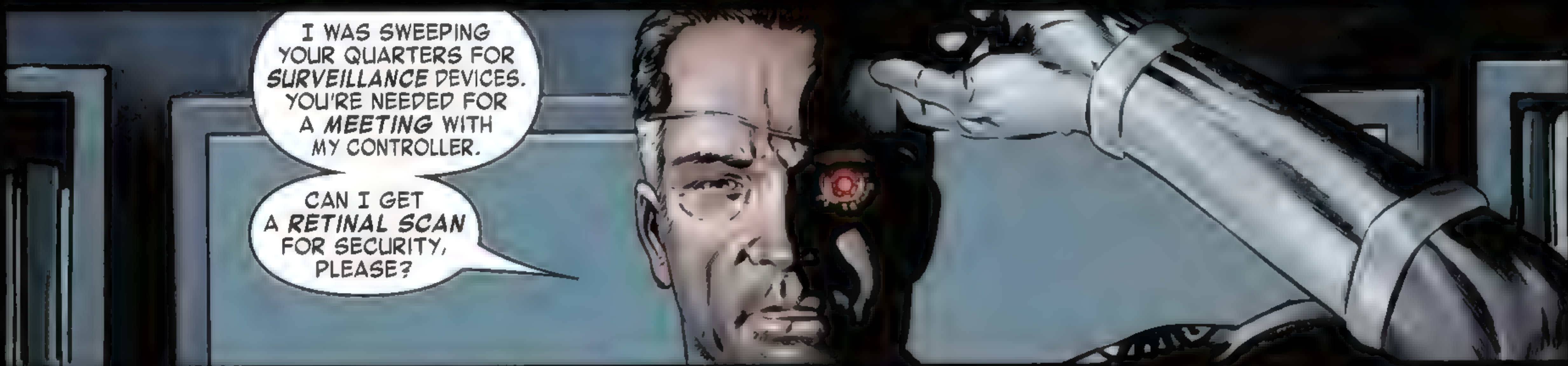
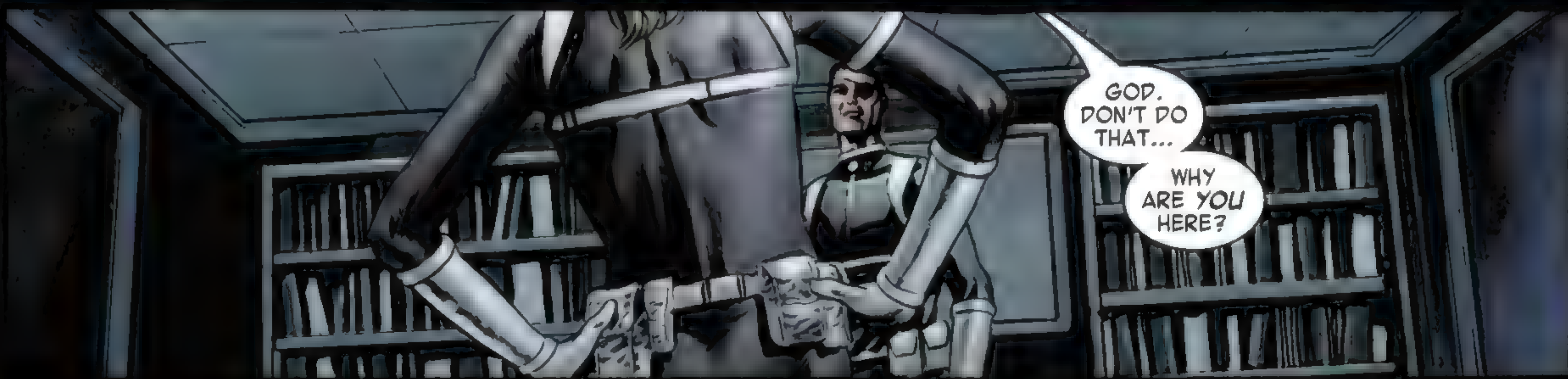
SO, WHAT'S MY NEW ASSIGNMENT THEN?

A SERIOUS ONE...YOU'LL BE JOINING A TASK FORCE...



...THE ONE WE'VE GOT HUNTING DOWN NICK FURY.







IDENTITY
CONFIRMED...

INTERFACE
INITIATED...



HEY, SHARON.
WE GOT A **SMALL**
PROBLEM.

YOU'RE
TELLING ME,
NICK.

I THINK
SHE KNOWS
I'VE BEEN
IN **CONTACT**
WITH YOU.



MARIA
HILL? NAH. SHE
SUSPECTS.
THAT'S ALL.

BUT SHE
SUSPECTS EVERYONE
I WAS CLOSE TO. I
CAN'T EVEN GET NEAR
DUM DUM...



YOU'RE NOT
LISTENING. SHE
JUST ASSIGNED ME TO
THE GROUP THAT'S
ON YOUR TRAIL.

AND THEN
YOU SEND YOUR
DOUBLE AGENT
L.M.D. AFTER ME...
THIS DOESN'T
LOOK GOOD.

RELAX. NO
ONE KNOWS I
GOT MY HANDS
AROUND THIS
THING'S WHEEL.



BUT YOU'RE THE
ONE THAT AIN'T
LISTENIN',
GIRL.

I SAID WE GOT
A PROBLEM...AN'
IT CONCERNS
CAP.

TO HELL WITH
TONY AND
S.H.I.E.L.D. AND
ALL OF THEM.

I'VE LET THIS
CONFLICT TAKE
ME OFF COURSE
ENOUGH...

...BUT I WON'T
LET IT TAKE
ME OVER.

THE DRUMS OF WAR

PART THREE OF THREE



THERE ARE OTHER CONCERNS, STILL... THINGS THAT ARE MY RESPONSIBILITY...

MY WEIGHT TO CARRY.

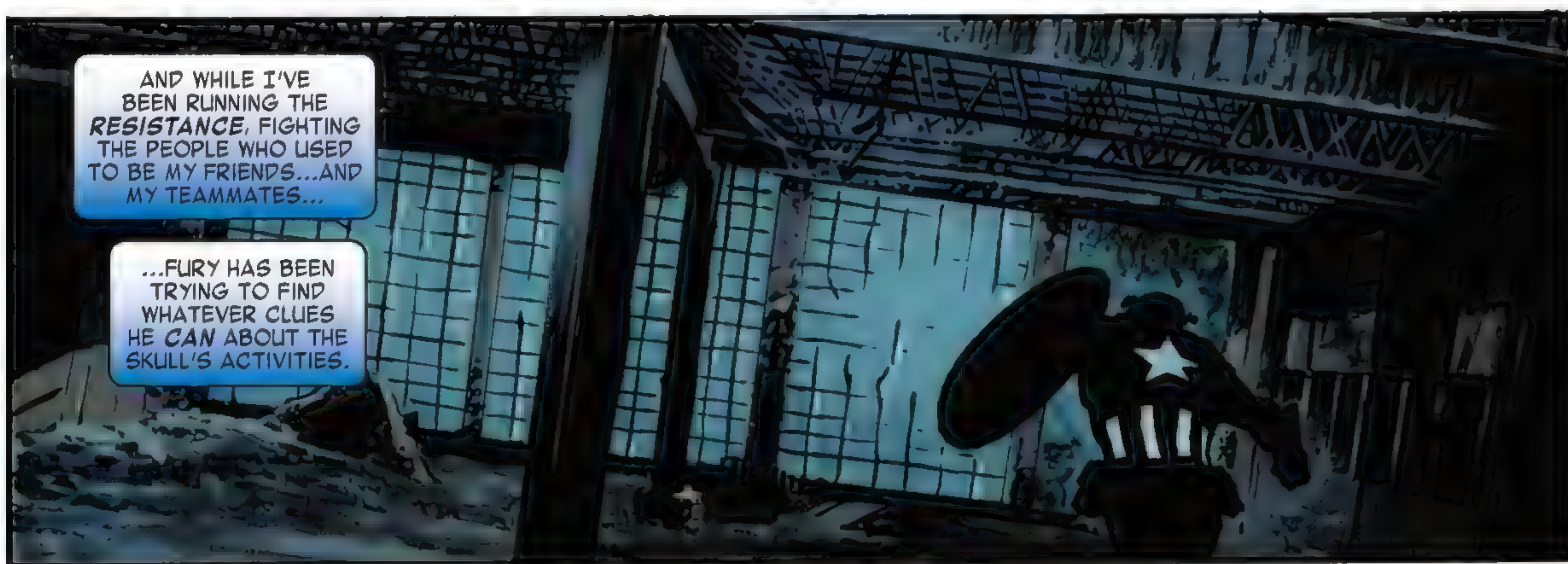


SKASHHH

THE RED SKULL MADE HIS TELEVISED STATEMENT A WEEK BEFORE THE STAMFORD INCIDENT.

A WEEK BEFORE MY WORLD BEGAN TO CRUMBLE AROUND THE EDGES.

BEFORE TONY AND REED DECIDED TO BUILD A GULAG IN THE NEGATIVE ZONE.



AND WHILE I'VE BEEN RUNNING THE RESISTANCE, FIGHTING THE PEOPLE WHO USED TO BE MY FRIENDS...AND MY TEAMMATES...

...FURY HAS BEEN TRYING TO FIND WHATEVER CLUES HE CAN ABOUT THE SKULL'S ACTIVITIES.



BUT HIS TRAIL HAS BEEN EVEN MORE DIFFICULT THAN USUAL TO FIND.

THIS IS THE FIRST
TIME IN WEEKS HE'S FOUND
ANYTHING THAT EVEN *MIGHT*
BE SKULL-RELATED. HE
PICKED UP SOME A.I.M.
TRANSMISSIONS FROM
THIS LOCATION.

AND THE SKULL
HAS OFTEN USED
A.I.M. TO ENGINEER
HIS TERROR.

SO INSTEAD OF
RESTING, OR PLANNING
THE RESISTANCE'S
NEXT MOVE...I PULL
ANOTHER ALL-NIGHTER.

BECAUSE IT'S
MY WEIGHT
TO CARRY.

BUT IT TURNS OUT
NICK WASN'T THE ONLY
ONE WHO OVERHEARD
THAT TRANSMISSION...



SEEMS LIKE THEY'VE BEEN
TAKING ADVANTAGE OF THE **CHAOS**
AROUND THE **SUPERHUMAN**
REGISTRATION ACT TO MAKE
A GRAB FOR SOME OF THE
POWER THEY LOST LAST YEAR...



...AND STRIKING RIVAL
GROUPS LIKE A.I.M. IS THE
QUICKEST WAY TO ASSERT
THEIR DOMINANCE.



BUT IT LOOKS
LIKE A.I.M. KNEW THEY
WERE COMING...OR
THAT **SOMEONE** WAS,
AT LEAST.

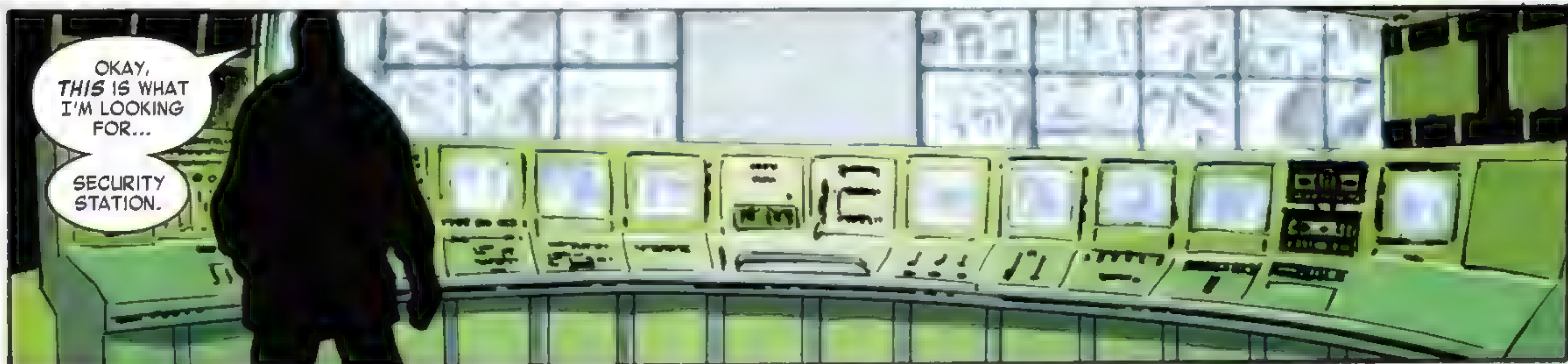


THIS PLACE WAS
CLEARED OUT QUICKLY,
PROBABLY WITHIN THE
LAST FEW HOURS.



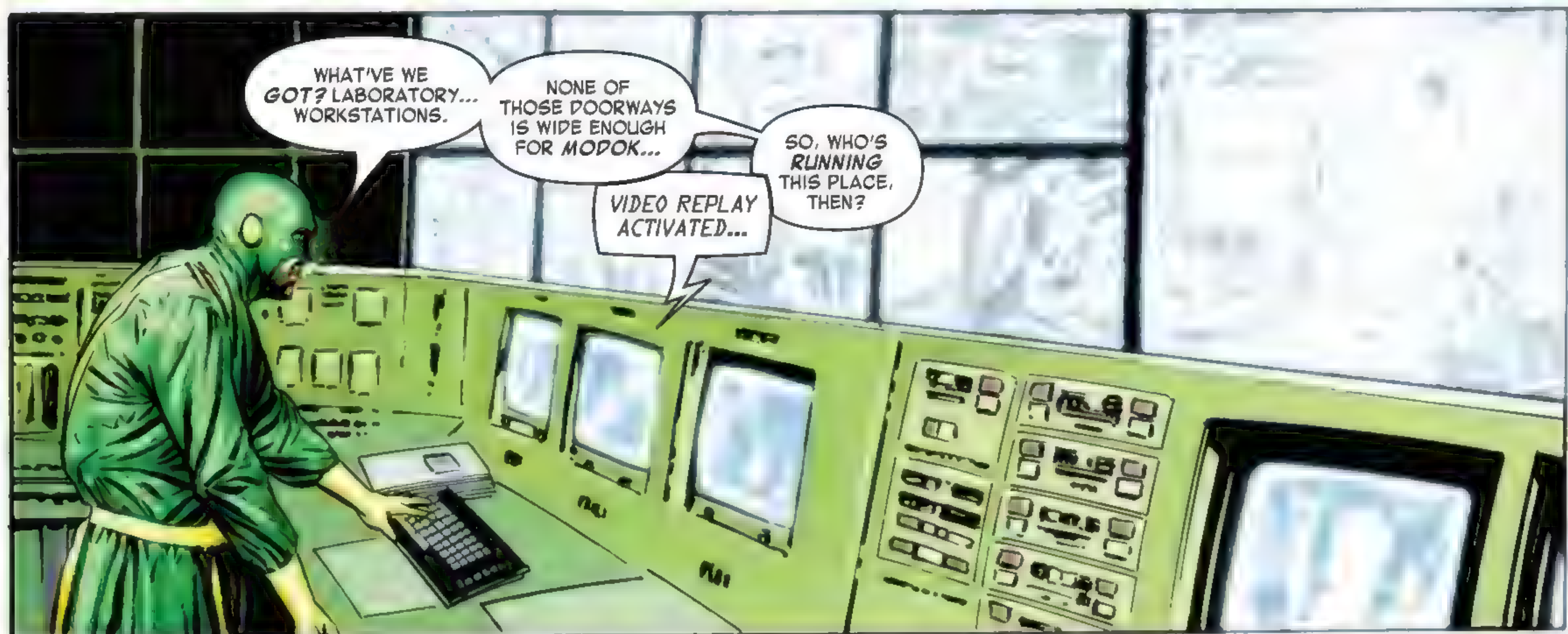
I JUST HOPE I
CAN FIND A **CLUE**
TO WHAT THEY WERE
DOING HERE.





OKAY,
THIS IS WHAT
I'M LOOKING
FOR...

SECURITY
STATION.

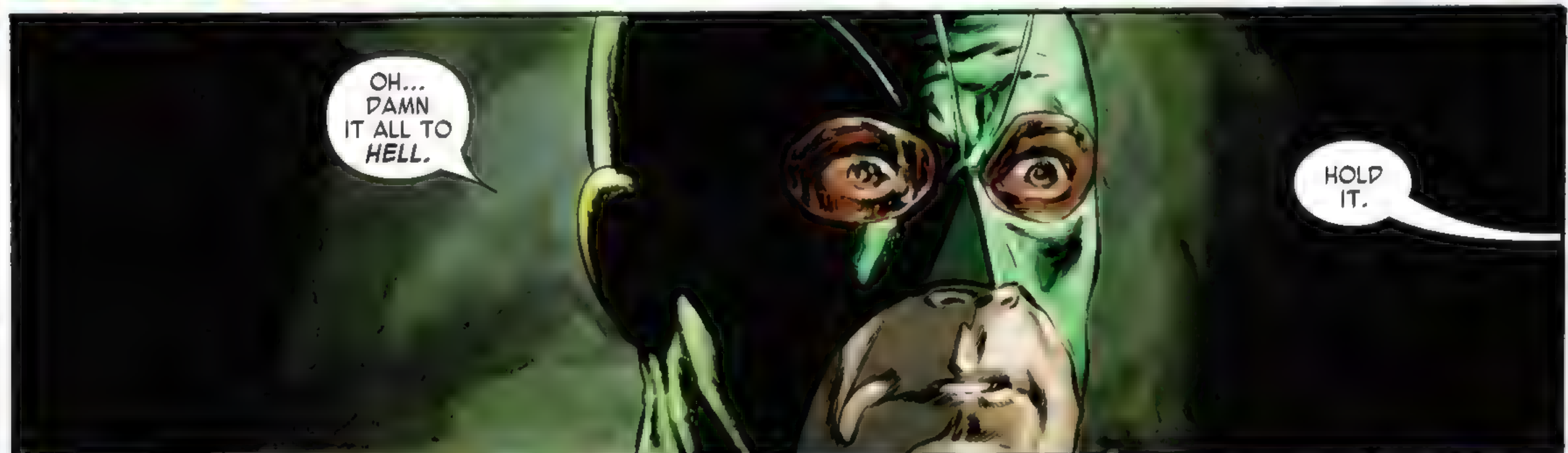


WHAT'VE WE
GOT? LABORATORY...
WORKSTATIONS.

NONE OF
THOSE DOORWAYS
IS WIDE ENOUGH
FOR MODOK...

VIDEO REPLAY
ACTIVATED...

SO, WHO'S
RUNNING
THIS PLACE,
THEN?



OH...
DAMN
IT ALL TO
HELL.

HOLD
IT.



WHAT ARE
YOU DOING
IN HERE?

WE WERE
ORDERED TO
SEARCH THIS
LEVEL.



SO MUCH FOR
STEALTH, BUT
I HAVE WHAT I
CAME FOR...

LET'S
END THIS
CHARADE.



**CAPTAIN
AMERICA!**

KILL HIM!
DON'T LET
HIM ESCAPE!



THE HORDES
OF HYDRA.

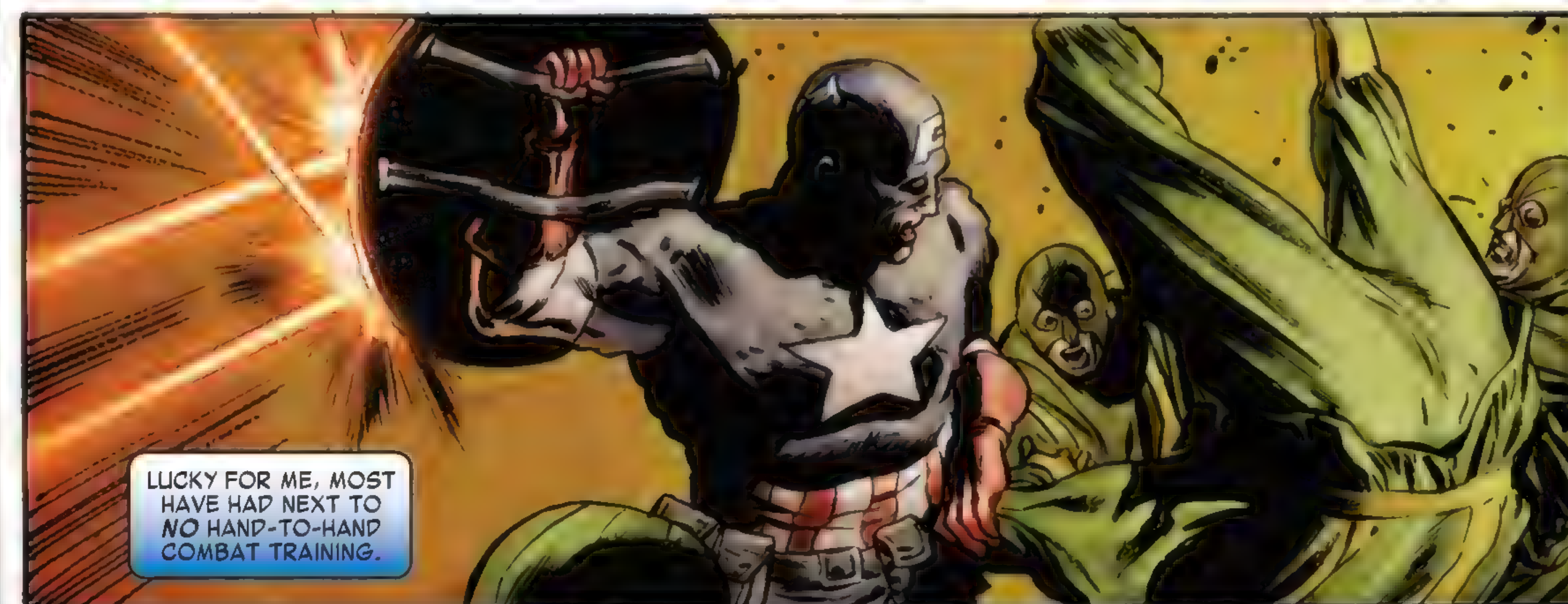
HAIL
IMMORTAL
HYDRA!

DEATH TO
INTERLOPERS!

NO MATTER
HOW MANY TIMES
I FACE THEM...

...NO MATTER
HOW MANY TIMES I
HEAR THEIR CULTISH
SLOGANS...

CUT OFF A
LIMB AND TWO
MORE WILL TAKE
ITS PLACE!



HYDRA
IS ABOUT
STRENGTH IN
NUMBERS.

WEAPONS AND
GADGETS...

...AND
CANNON
FODDER.

YOU CAN NEVER
FORGET THAT THEY
HAVE NO RESPECT
FOR HUMAN LIFE...

THE OPERATION
HAS BEEN
COMPROMISED!

...NOT
EVEN THEIR
OWN.

**HAIL
HYDRA!**

No!!!



DAMN
FOOLS...

...NOTHING
HERE WAS WORTH
DYING FOR...



I'M DAZED FROM
THE BLAST...BUT
I KNOW ENOUGH
TO GET MOVING.

THAT EXPLOSION IS
GOING TO BRING A
CROWD...AND S.H.I.E.L.D.
WON'T BE FAR--



--BEHIND
THEM...?

ATTENTION,
CAPTAIN
AMERICA!

YOU ARE
ORDERED TO
SURRENDER UNDER
THE AUTHORITY OF
THE PRESIDENT!



HOW THE
HELL DID YOU
GET HERE SO
FAST?



DROP THE
SHIELD AND PUT
YOUR HANDS IN
THE AIR!

YOU'RE
ALREADY INJURED!
DON'T FORCE US
TO OPEN FIRE!



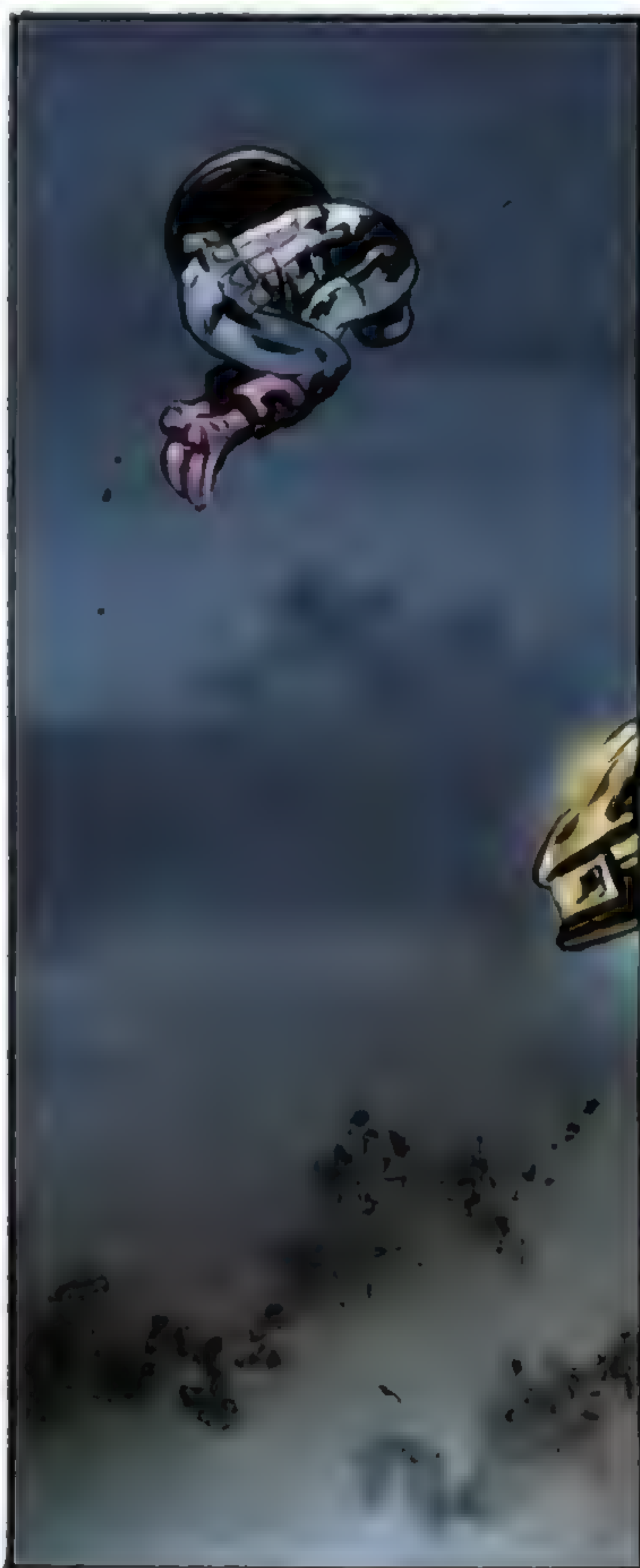
I'VE HAD THIS
CONVERSATION WITH
YOU PEOPLE A FEW
TIMES ALREADY...

HASN'T
DIRECTOR HILL
MADE YOU WATCH
THE TAPES?

HALT!
DROP THE
SHIELD!

DON'T
MAKE ME--







FURY GOT HIS HANDS ON SOME CAPE-KILLER ARMOR AND FOUND A WAY TO DISABLE THEM.

ELECTROMAGNETIC OVERLOAD, PULSE-BROADCAST RIGHT INTO THEIR COMM SYSTEMS.

ARE THOSE MEN HURT?



JUST KNOCKED OUT... IT'S A BIT WORSE THAN GETTING TASERED, BUT NOTHING SERIOUS.

AND IT SHUTS DOWN THE SUITS...FRIES THEIR ELECTRICAL SYSTEMS.



STARK'LL PROBABLY FIGURE IT OUT, SO IT WON'T WORK AGAIN.

THEN WHAT WAS THE POINT?

YOU'RE NOT ON YOUR WAY TO SOME SECRET PRISON... SEEMS LIKE A PRETTY GOOD POINT TO ME.

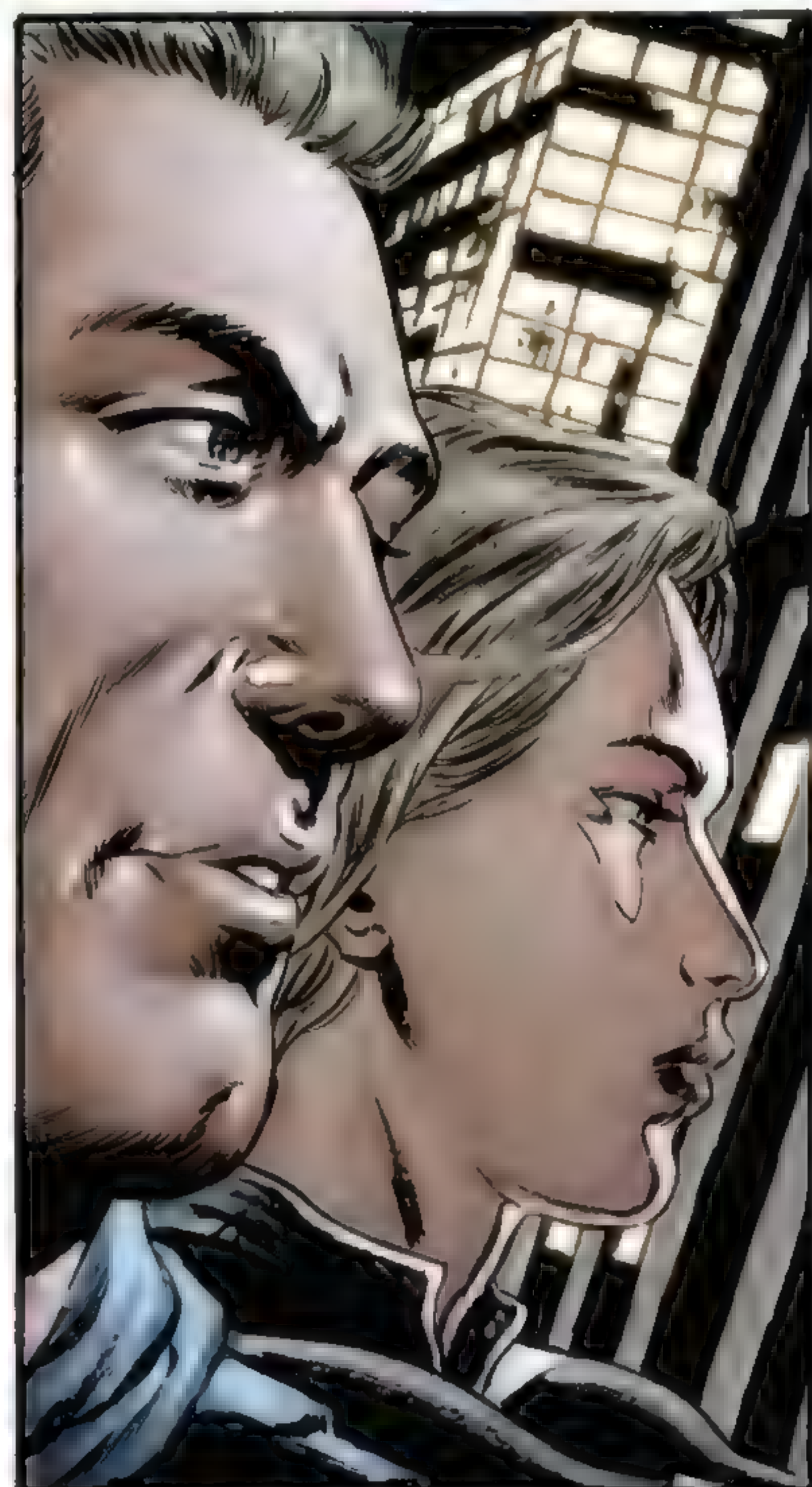
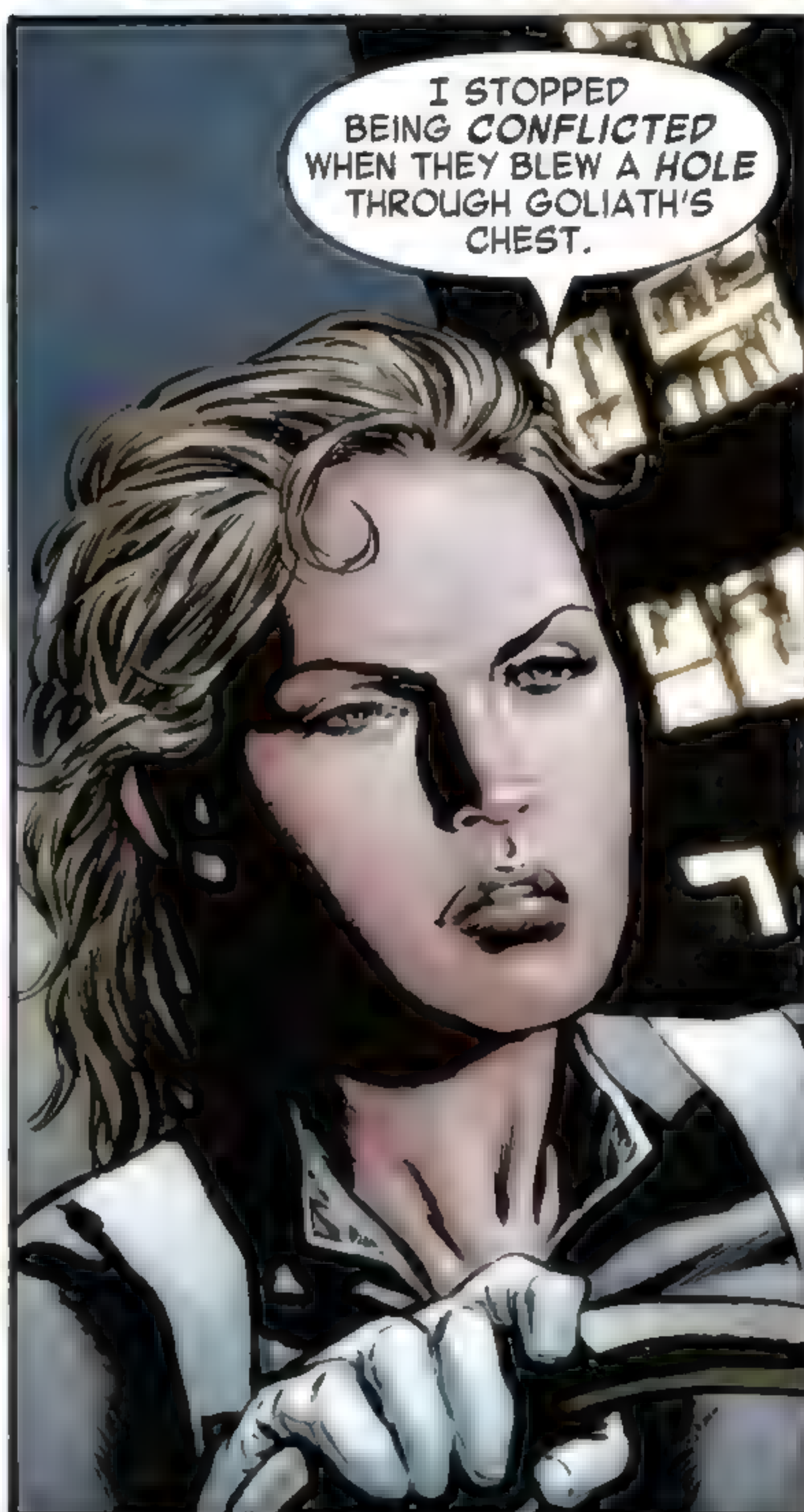


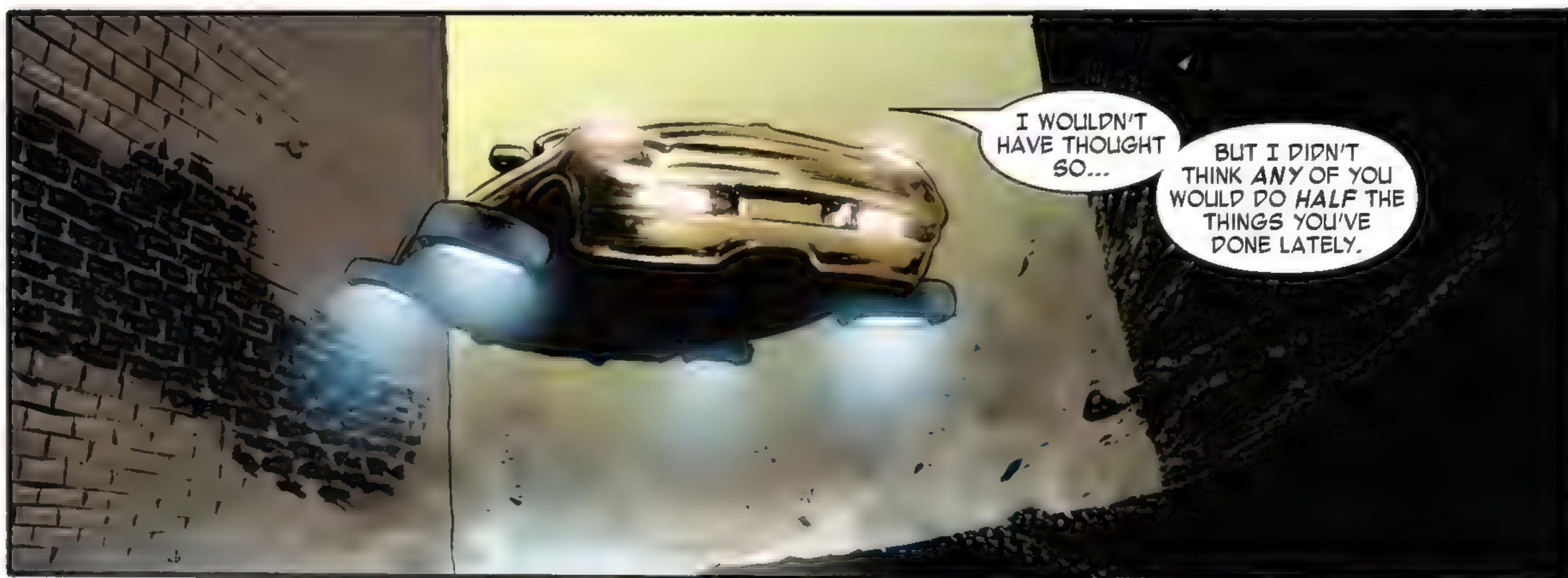
FAIR ENOUGH.

BUT WHAT ARE YOU DOING, FLYING IN TO MY RESCUE?



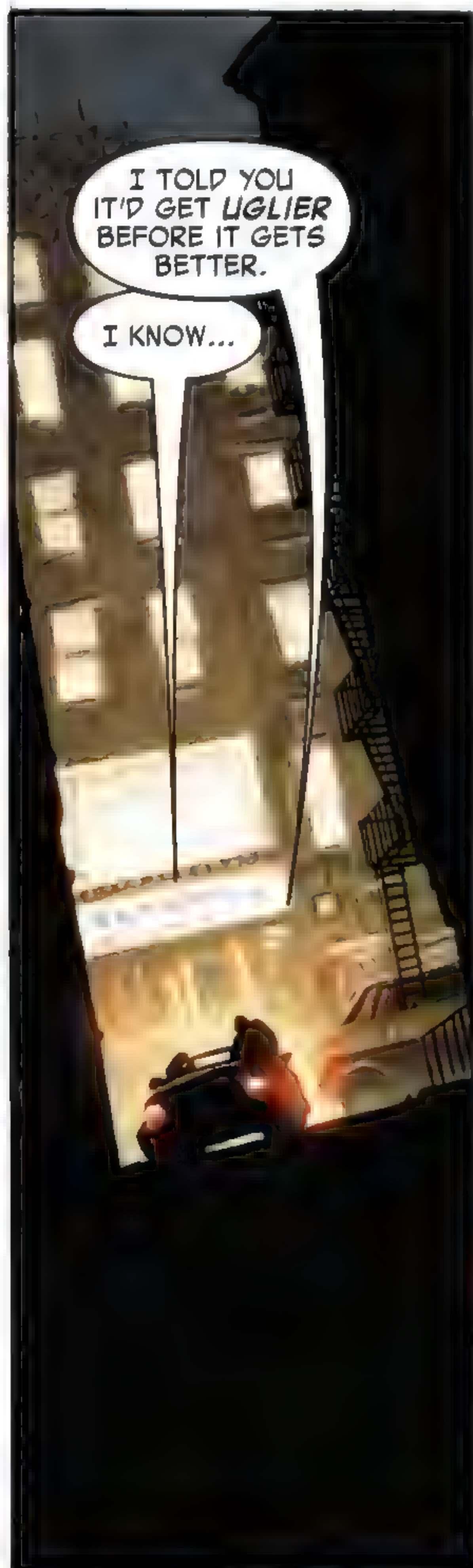
I DID MENTION NICK FURY, RIGHT?





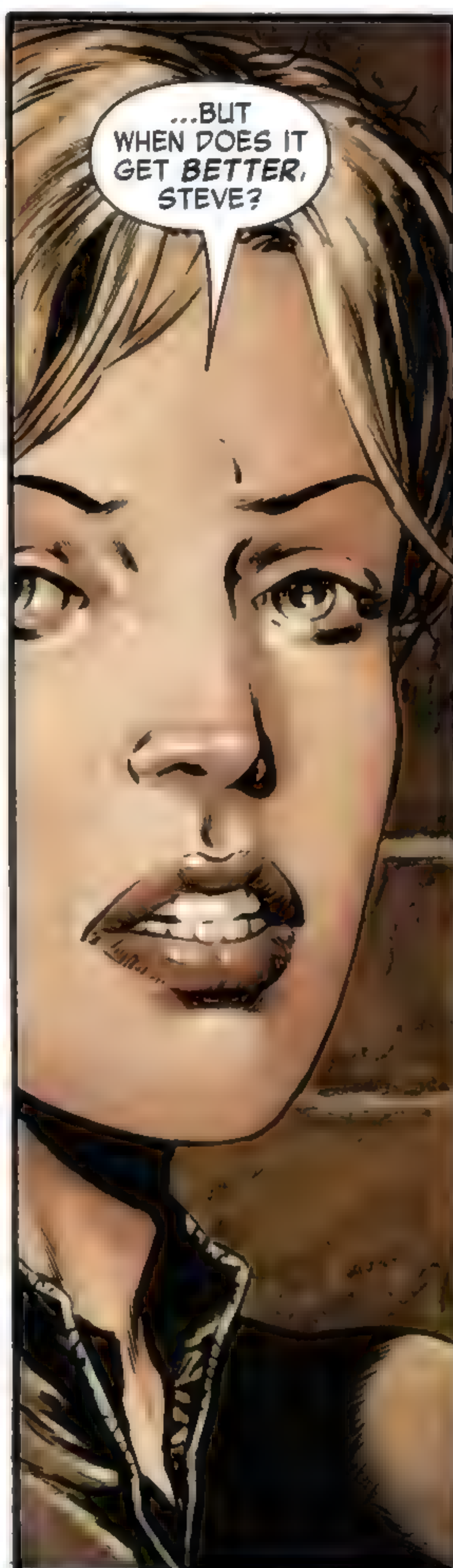
I WOULDN'T
HAVE THOUGHT
SO...

BUT I DIDN'T
THINK ANY OF YOU
WOULD DO *HALF* THE
THINGS YOU'VE
DONE LATELY.

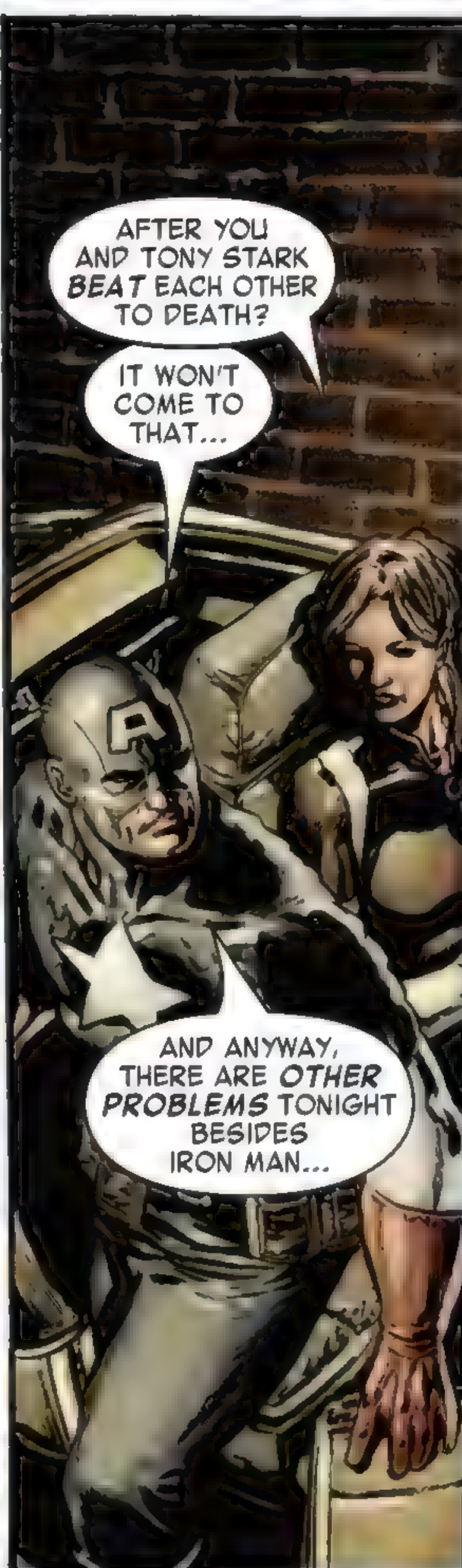


I TOLD YOU
IT'D GET *UGLIER*
BEFORE IT GETS
BETTER.

I KNOW...



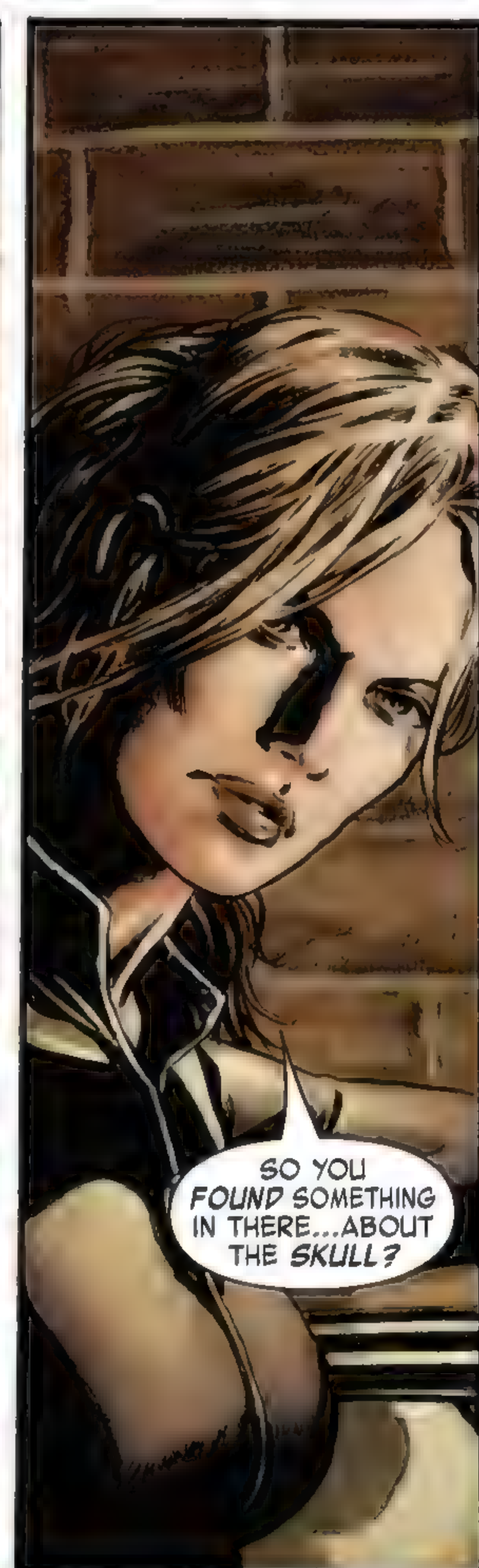
...BUT
WHEN DOES IT
GET *BETTER*,
STEVE?



AFTER YOU
AND TONY STARK
BEAT EACH OTHER
TO DEATH?

IT WON'T
COME TO
THAT...

AND ANYWAY,
THERE ARE OTHER
PROBLEMS TONIGHT
BESIDES
IRON MAN...

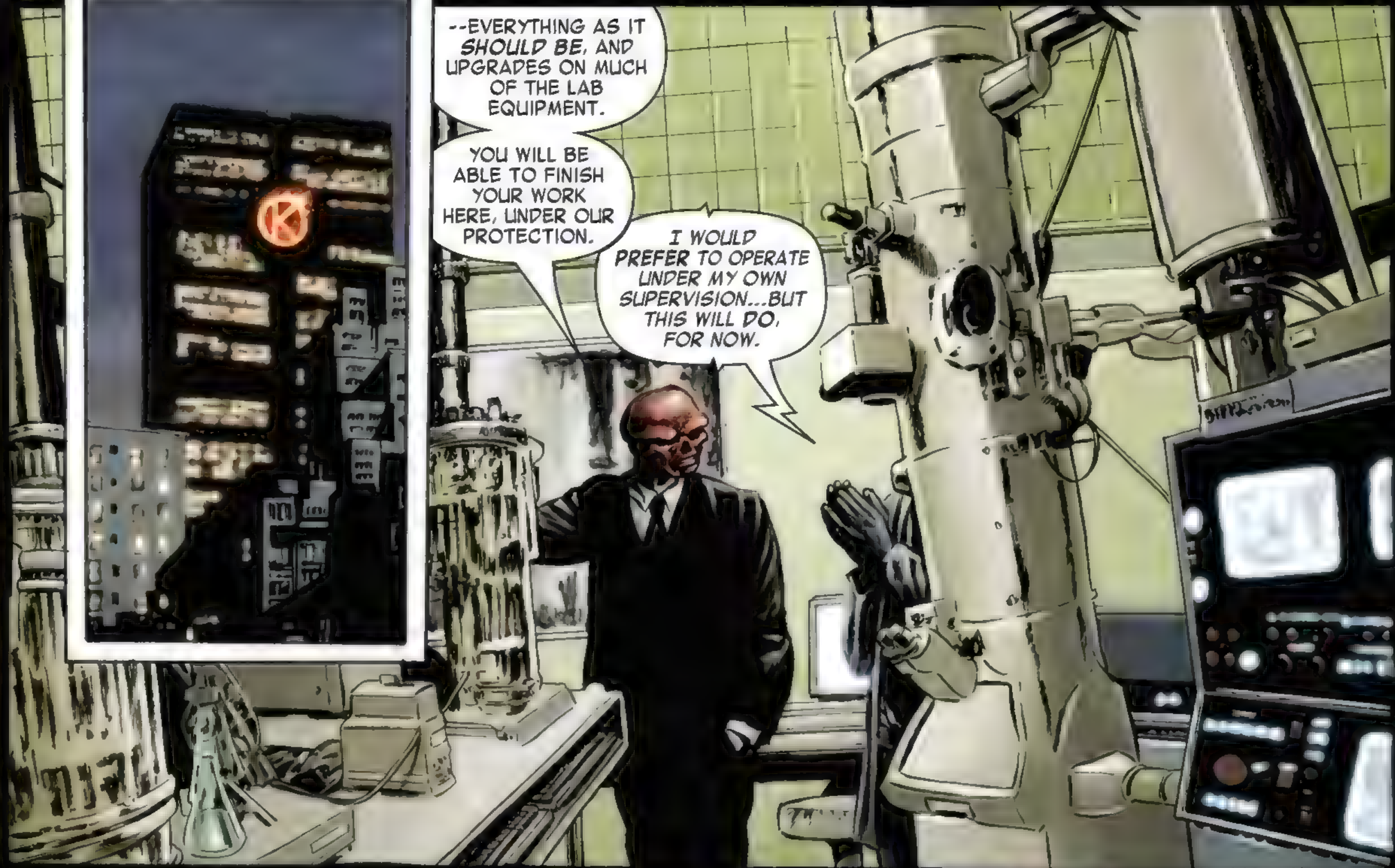
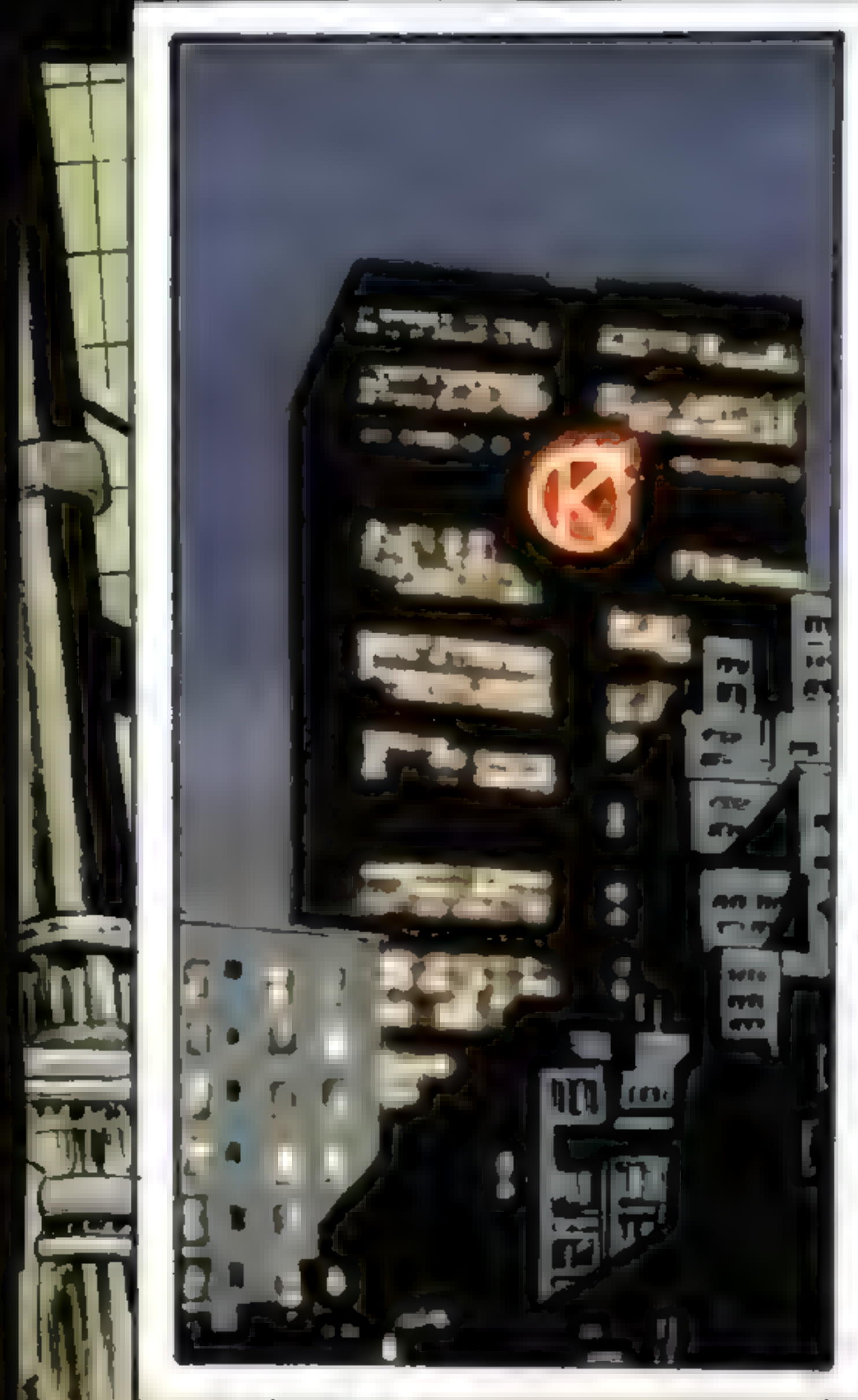


SO YOU
FOUND SOMETHING
IN THERE...ABOUT
THE *SKULL*?



YEAH...AND
AS USUAL
WITH HIM...

...THERE
ISN'T
ANY GOOD
NEWS.



--EVERYTHING AS IT SHOULD BE, AND UPGRADES ON MUCH OF THE LAB EQUIPMENT.

YOU WILL BE ABLE TO FINISH YOUR WORK HERE, UNDER OUR PROTECTION.

I WOULD PREFER TO OPERATE UNDER MY OWN SUPERVISION...BUT THIS WILL DO, FOR NOW.



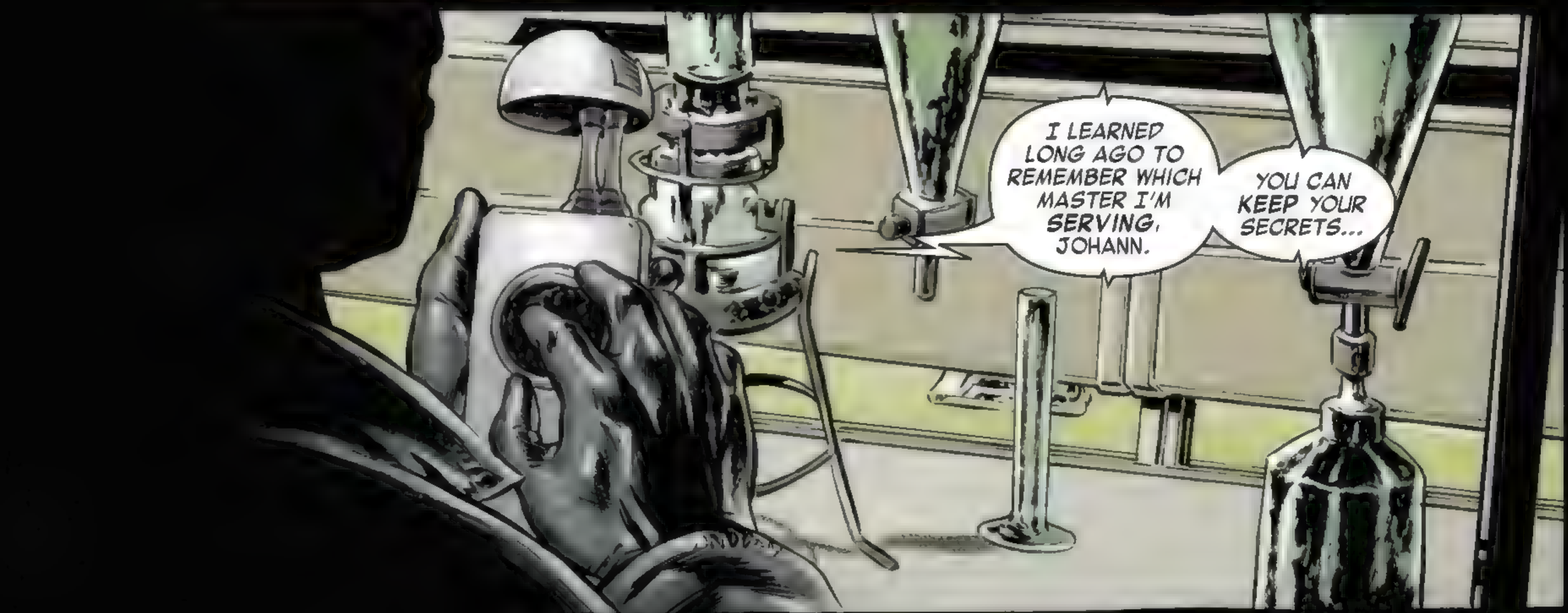
I DON'T SUPPOSE IT WAS LUCK THAT YOU LEARNED OF HYDRA'S PLANS FOR MY BASE?

THERE IS NO LUCK INVOLVED IN ANYTHING I DO.



BUT AS FOR HOW I KNEW OF HYDRA'S MOVEMENTS TONIGHT, THAT IS MY CONCERN...

...AND YOU WOULD DO WELL TO STICK TO YOUR OWN.



I LEARNED LONG AGO TO REMEMBER WHICH MASTER I'M SERVING, JOHANN.

YOU CAN KEEP YOUR SECRETS...



...AS LONG
AS I HAVE MY
WORK, I NEED
NOTHING ELSE.

THAT'S
GOOD TO
HEAR...

BECAUSE OUR
PLAN WOULDN'T GET
VERY FAR WITHOUT ARNIM
ZOLA'S UNIQUE BRAND
OF GENIUS...

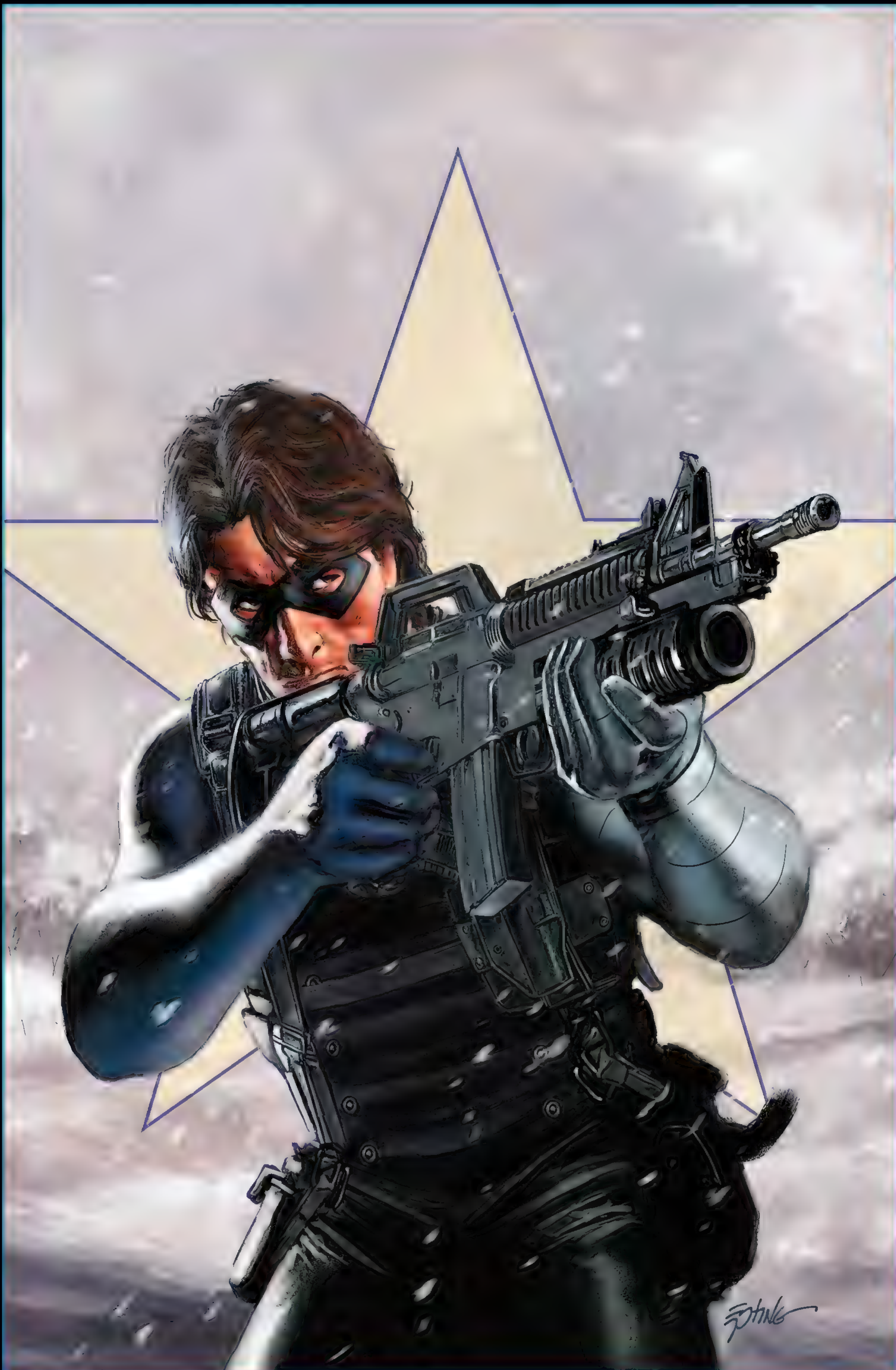


AND WHAT
IS THE *PLAN*
THIS TIME?

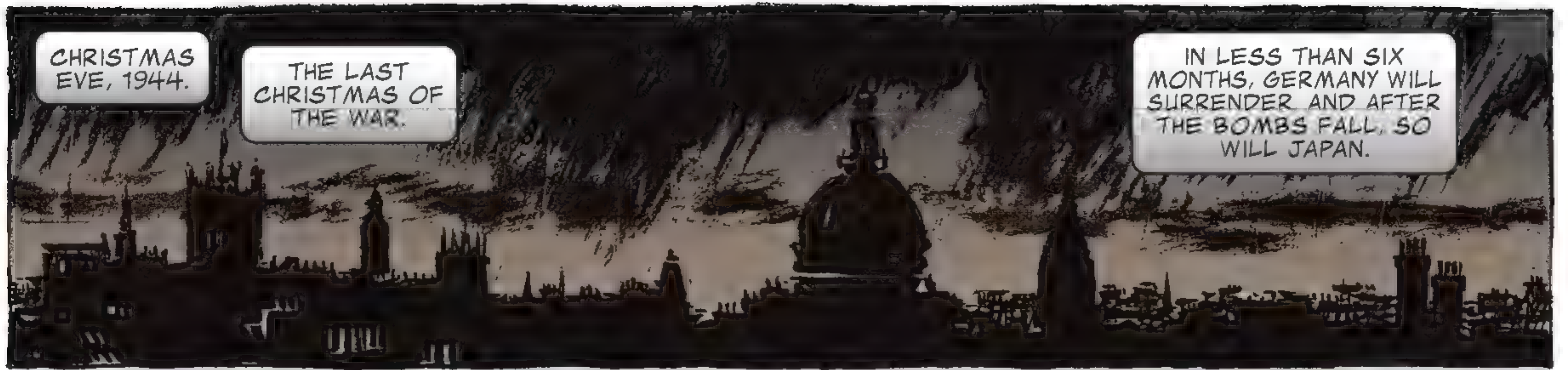


A NEW
VARIATION ON
A FAMILIAR
THEME.

WE'RE GOING TO
DESTROY CAPTAIN
AMERICA...AND
EVERYTHING HE
HOLDS DEAR...



WINTER SOLDIER: WINTER KILLS



CHRISTMAS
EVE, 1944.

THE LAST
CHRISTMAS OF
THE WAR.

IN LESS THAN SIX
MONTHS, GERMANY WILL
SURRENDER AND AFTER
THE BOMBS FALL, SO
WILL JAPAN.

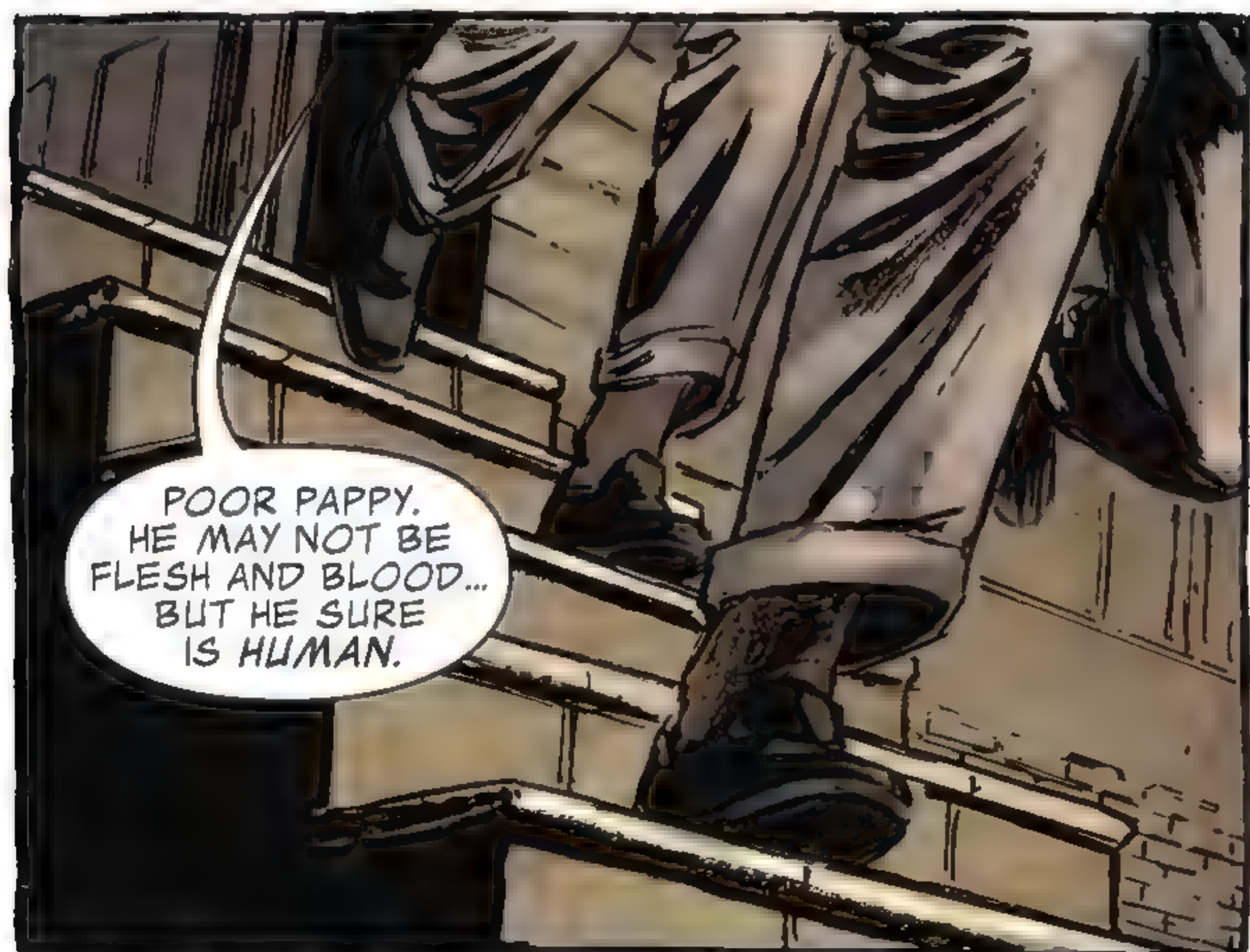
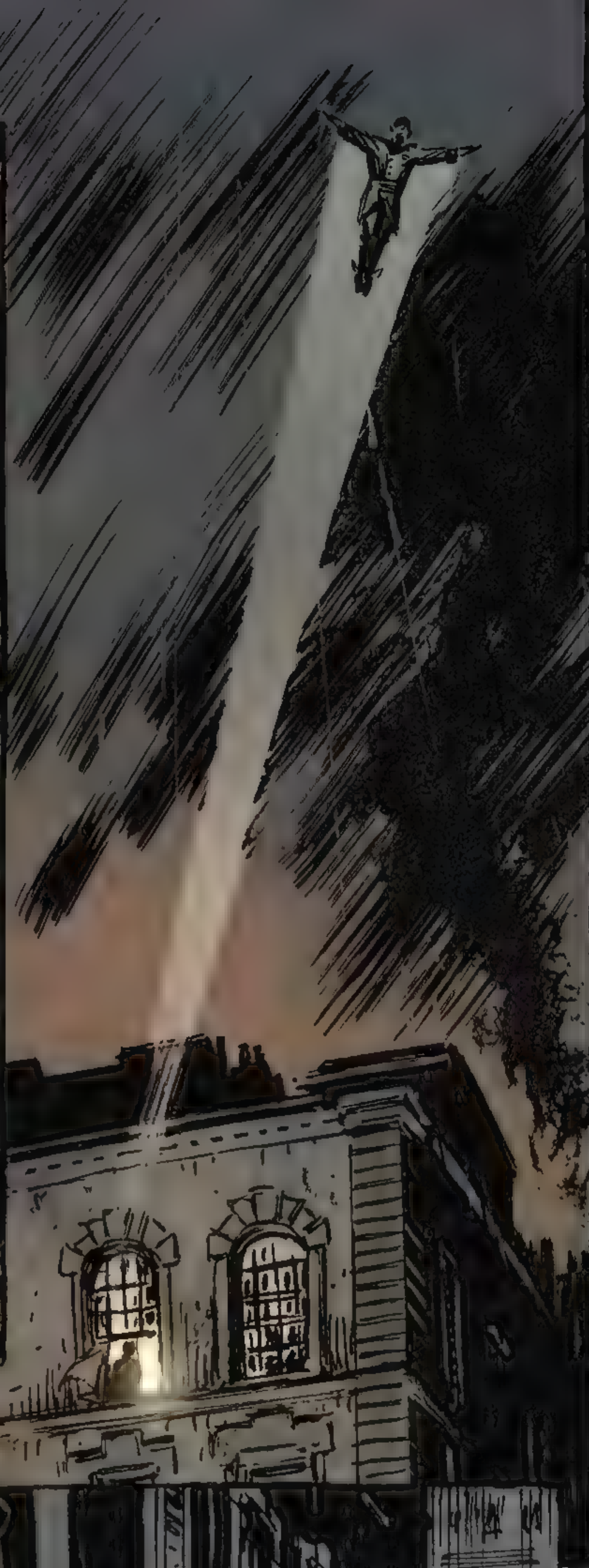
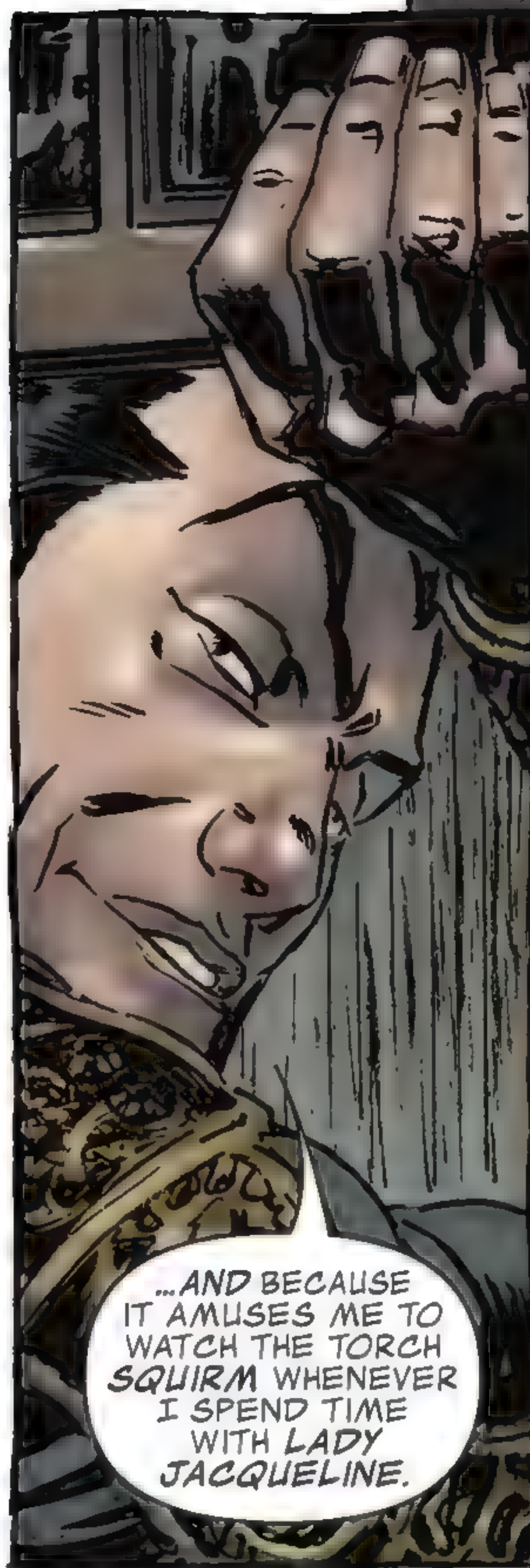
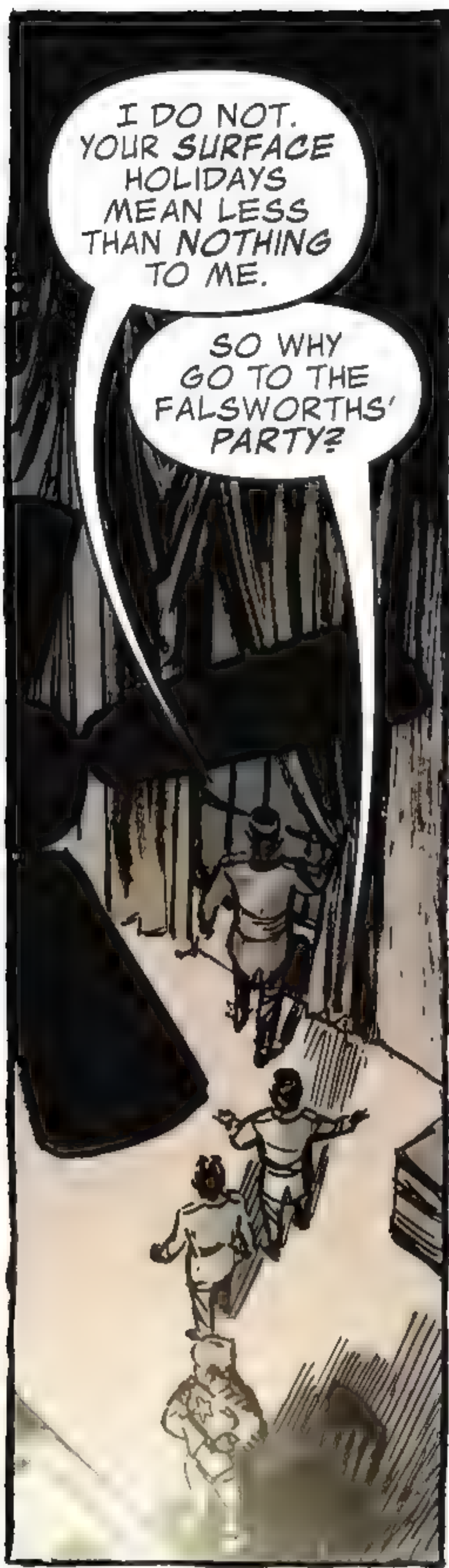




STEVE--IT'S CHRISTMAS EVE. TAKE A BREAK...THE WAR WILL STILL BE HERE.

AND DAMES LOVE A MAN IN UNIFORM.





...UNTIL
NOW.

Memorabilia

MY FIRST
YEAR BACK IN
THE WORLD...
REALLY BACK...

BUY
BONDS

...AND THIS IS
WHAT THEY CALL
CHRISTMAS?

WINTER MILLS



NO...

THIS ISN'T
CHRISTMAS.

WE MAY BE
GETTING THIS
WEAK EXCUSE
FOR SNOW...



...BUT
THE SPIRIT
IS GONE.

IT'S LIKE SOMEONE
KNOCKED THE WIND
OUT OF AMERICA...AND
EVERYTHING IMPORTANT
WENT WITH IT.

...AND DECORATIONS
MAY BE UP AROUND
THE CITY...

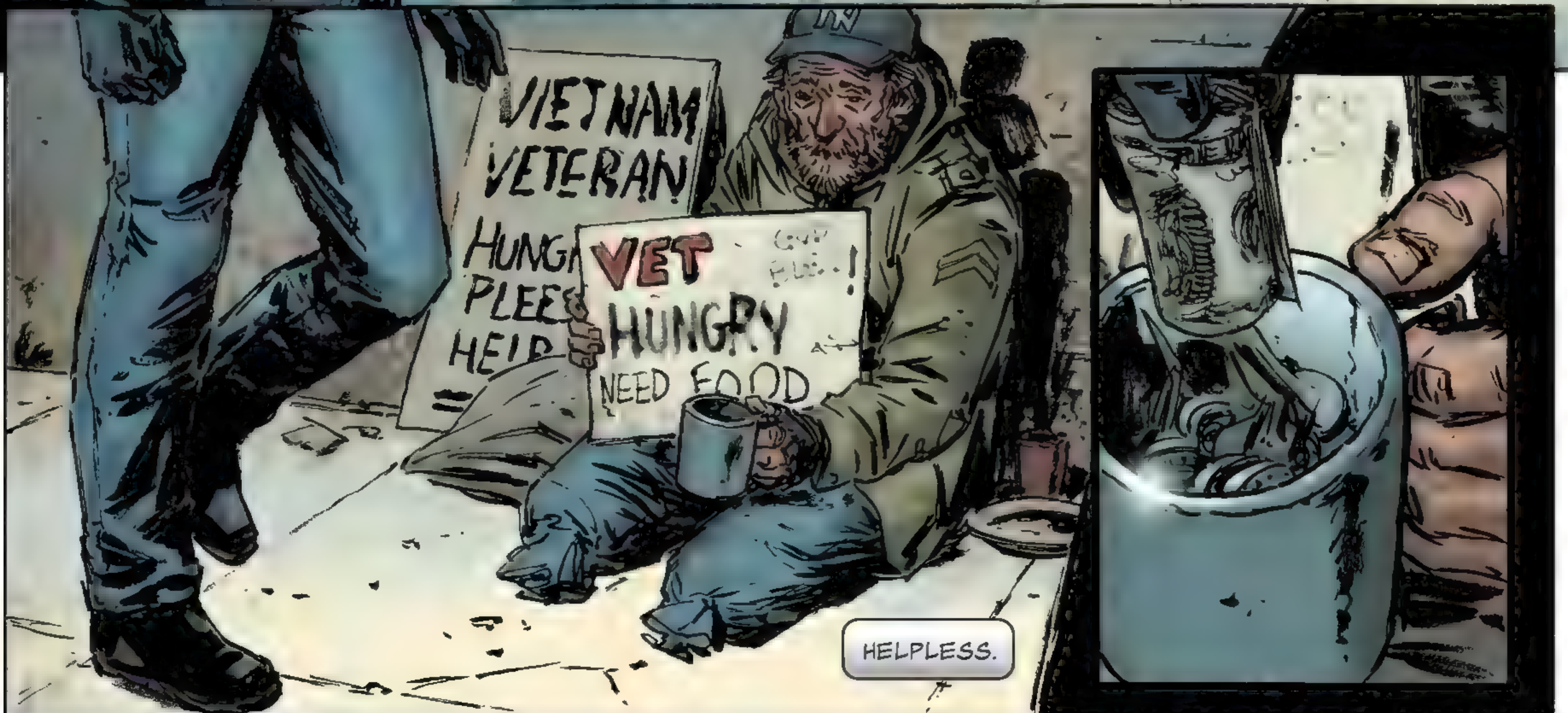
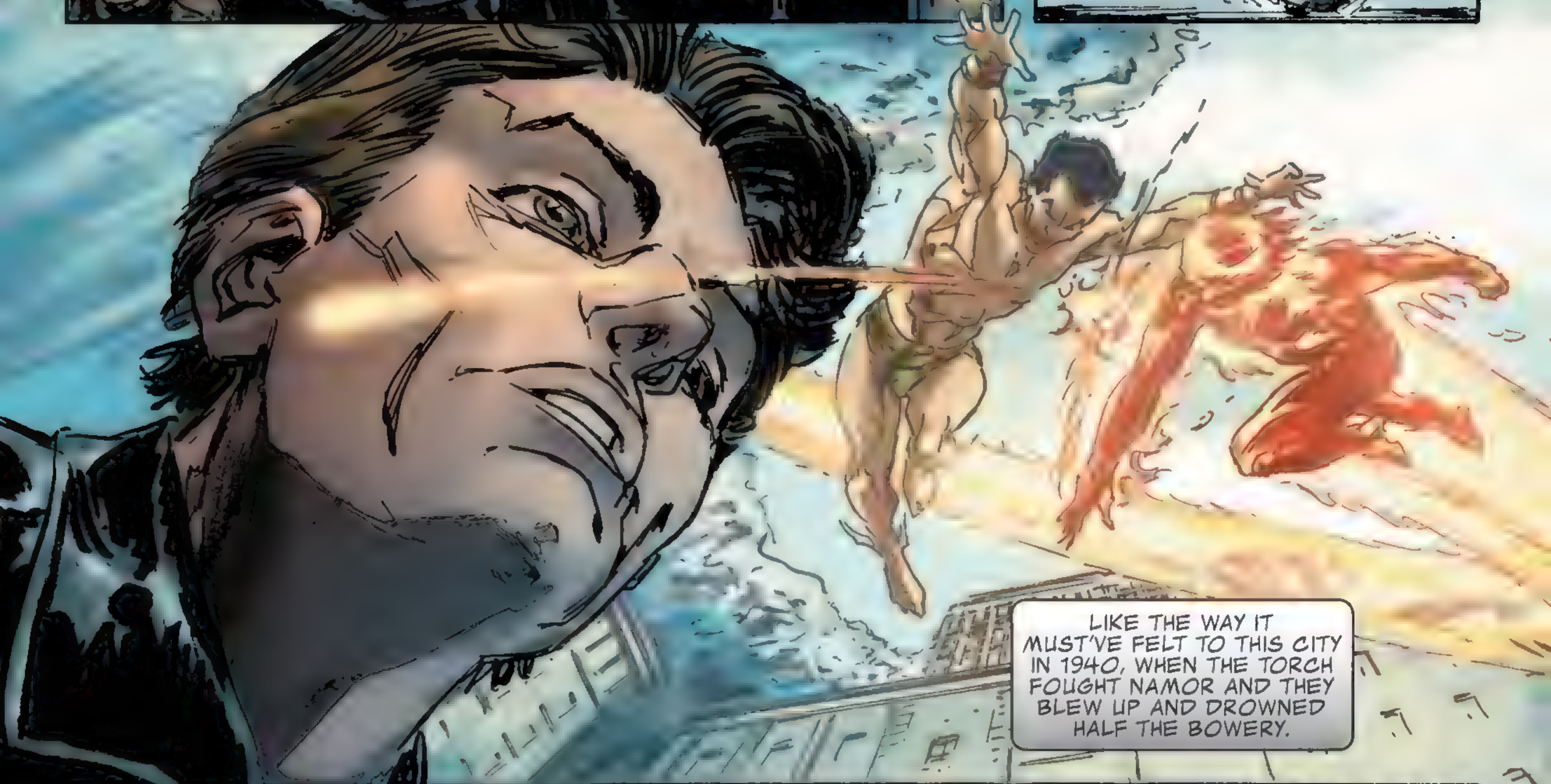
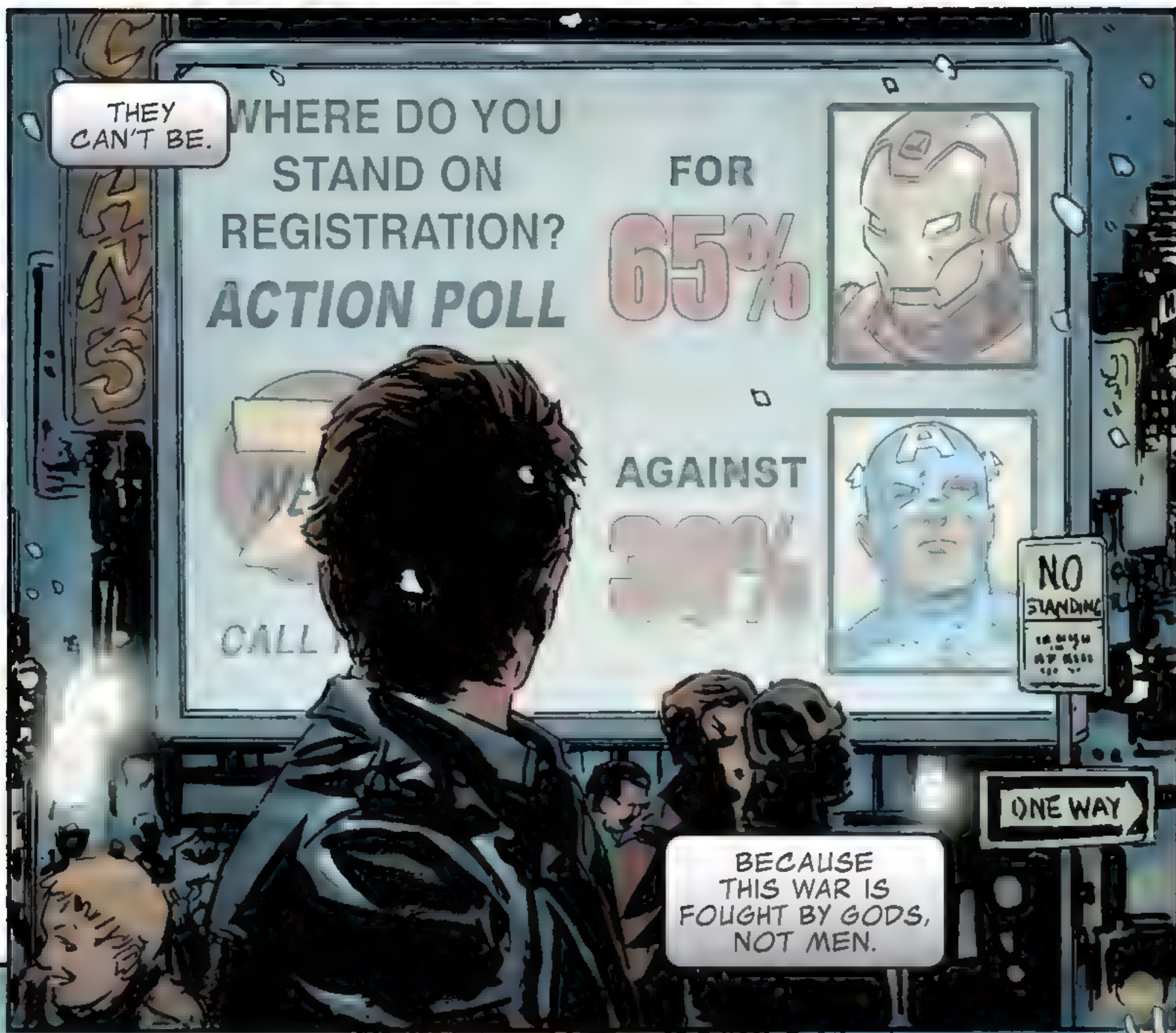


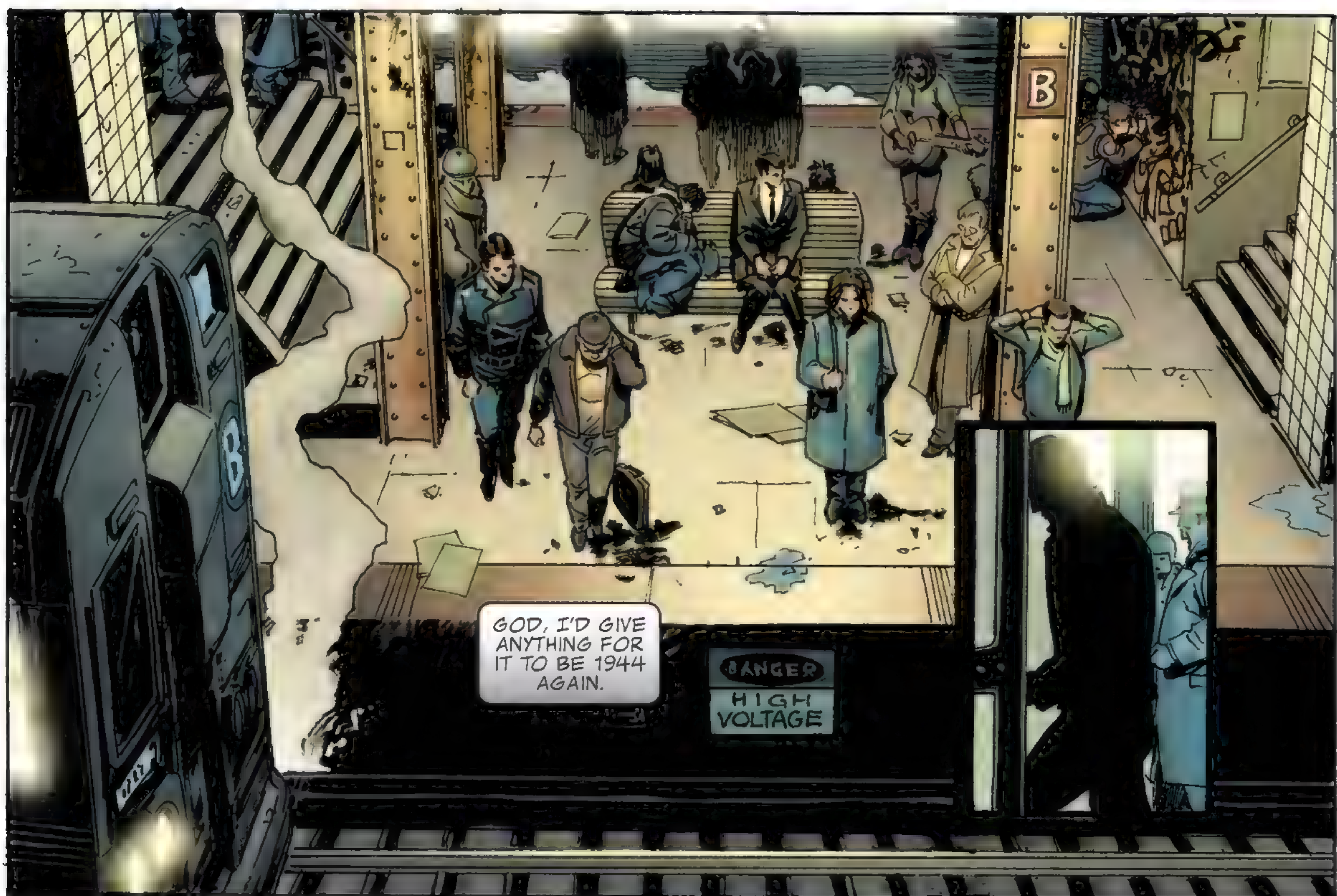
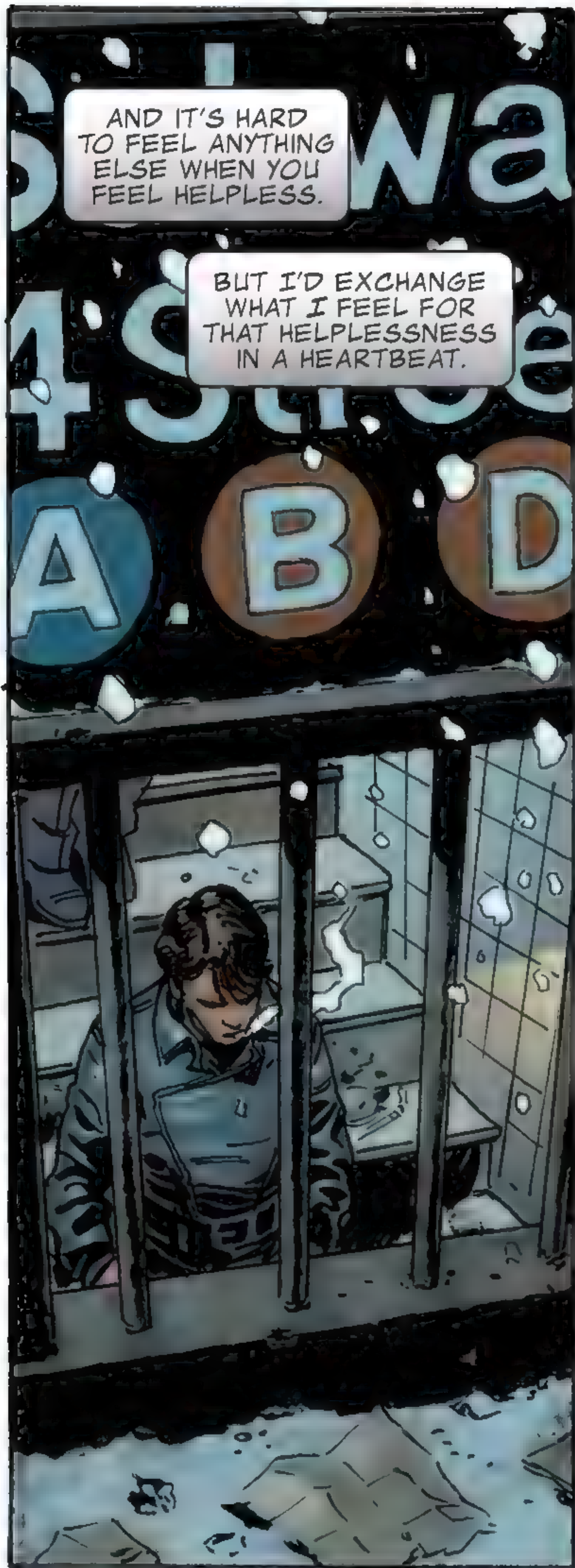
NOW THEY JUST
GO THROUGH THE
MOTIONS, BECAUSE
NO ONE KNOWS
WHAT ELSE TO DO.

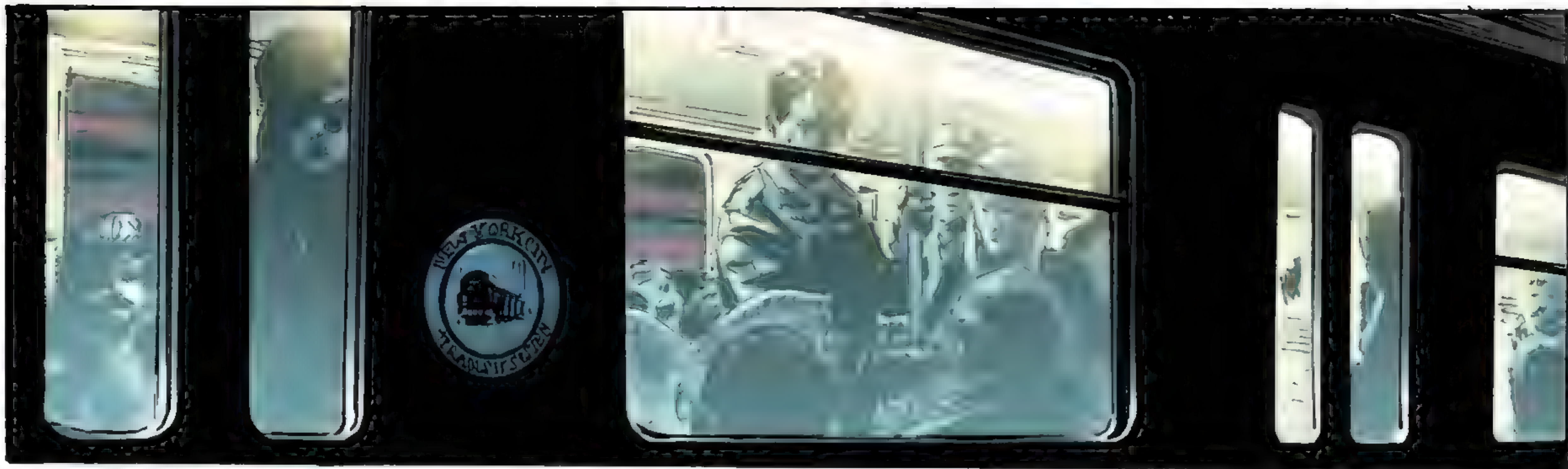


BUT YOU SEE
IT IN THEIR
EYES...THEY'RE
SCARED.

THERE'S ANOTHER
WAR GOING ON,
ALL AROUND THEM,
BUT THEY AREN'T
INVOLVED...









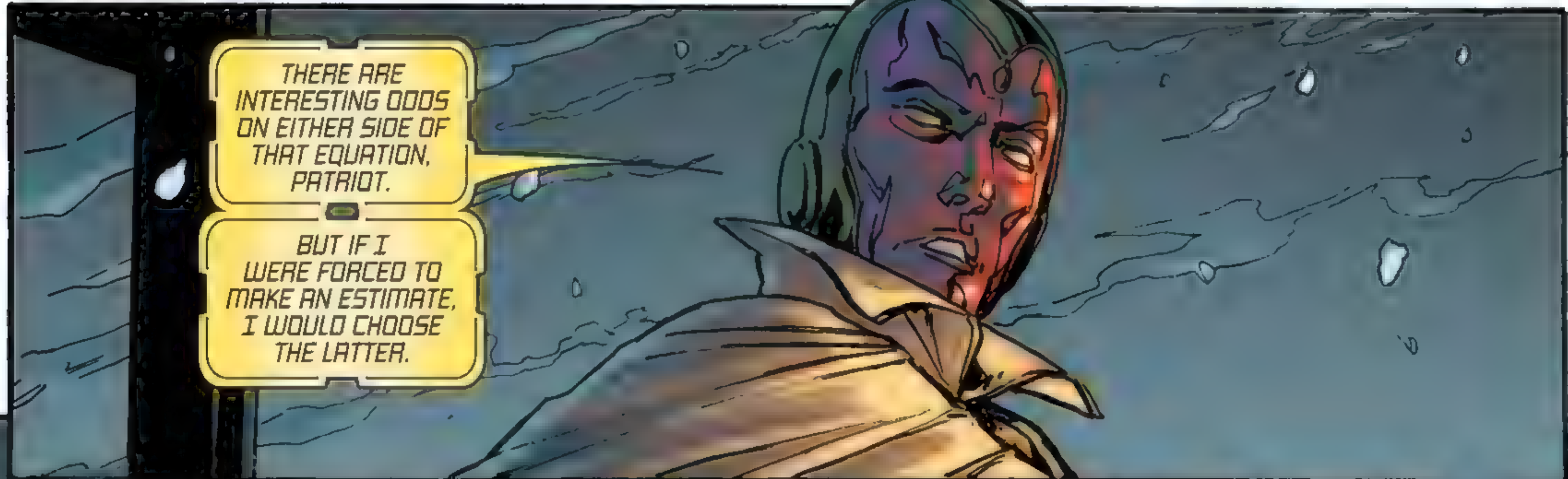
I DON'T SEE ANYTHING, VISION... NOT EVEN ON THE THERMAL SCANS.

I ASSURE YOU IT IS THERE, KATE. THEY ARE SIMPLY MASKING ALL HEAT AND MOTION.

IT IS QUITE A SOPHISTICATED SYSTEM, IT APPEARS.

LIKE, WE CAN'T HANDLE THIS OURSELVES SOPHISTICATED?

OR, WE BETTER DO THIS FAST AND BOUNCE SOPHISTICATED?



THERE ARE INTERESTING ODDS ON EITHER SIDE OF THAT EQUATION, PATRIOT.

BUT IF I WERE FORCED TO MAKE AN ESTIMATE, I WOULD CHOOSE THE LATTER.



WHAT?

HE SAID WE HIT 'EM FAST AND RUN.

WHAT, CAN'T YOU SPEAK ENGLISH?



YEAH, BUT NOT OLDE ENGLISH.



FURY...
WHAT THE
HELL IS THIS?
THEY'RE
KIDS.

YEAH, KIDS
WHO'RE ABOUT TO
WRECK MONTHS
OF WORK.



THAT'S
PATRIOT,
RIGHT? WITH
CAP'S ORIGINAL
SHIELD?

YEAH, AND
THE OTHER TWO
YOU SHOULD
KNOW FROM
THE FILES.

THE GIRL'S
THE NEW HAWKEYE,
AND THE ROBOT IS THE
VISION, BUT NOT THE
SAME ONE THAT WAS
IN THE AVENGERS...
NOT EXACTLY.



AND THAT
WAREHOUSE THEY'RE
ABOUT TO HIT
ISN'T WHAT THEY
THINK IT IS.

WHICH IS
WHAT?

THEY THINK
IT'S ONE OF
STARK'S SECRET
FACTORIES...THINK
THEY CAN HIT IT AND
IMPRESS THE
BIG BOYS.

WHAT IS IT
REALLY?

A HYDRA
BASE.



WHAT? I'M
SPENDING MY
CHRISTMAS EVE
DEFENDING
HYDRA?

WHY NOT
JUST LET
THEM TAKE
IT OUT?

IT'S
COMPLICATED.

BUT LET'S
JUST SAY YOU
NEVER KNOW WHO'S
WORKIN' FOR WHO IN
THIS WORLD...

SO, HAVIN' A
HYDRA BASE I
KNOW THE LOCATION
OF AND CAN MONITOR
WHO COMES AND
GOES FROM IT...

IT'S AN
ASSET.

EXACTLY.
ONE THAT'S GOING
TO PAY OFF SOON,
IF MY INFORMATION
IS GOOD.

ALL RIGHT.
I'VE GOT
THIS, THEN.

THANKS. AN'
I WON'T EVEN
INSULT YOU BY
REMINING YOU
NOT TO
KILL 'EM.

YOU
JUST
DID.

AW, ME
AND MY BIG
MOUTH...



SO, HOW DO YOU WANT TO DO THIS, VISION?

IN A WAY THAT KEEPS US FROM BEING TOSSED IN STARK'S WHACKED-OUT INTERDIMENSIONAL PRISON. I'M HOPING?

AGREED. I'M FORMULATING A PLAN WHICH WILL DO MAXIMUM DAMAGE AND ALLOW US TO EXTRICATE OURSELVES EASILY.



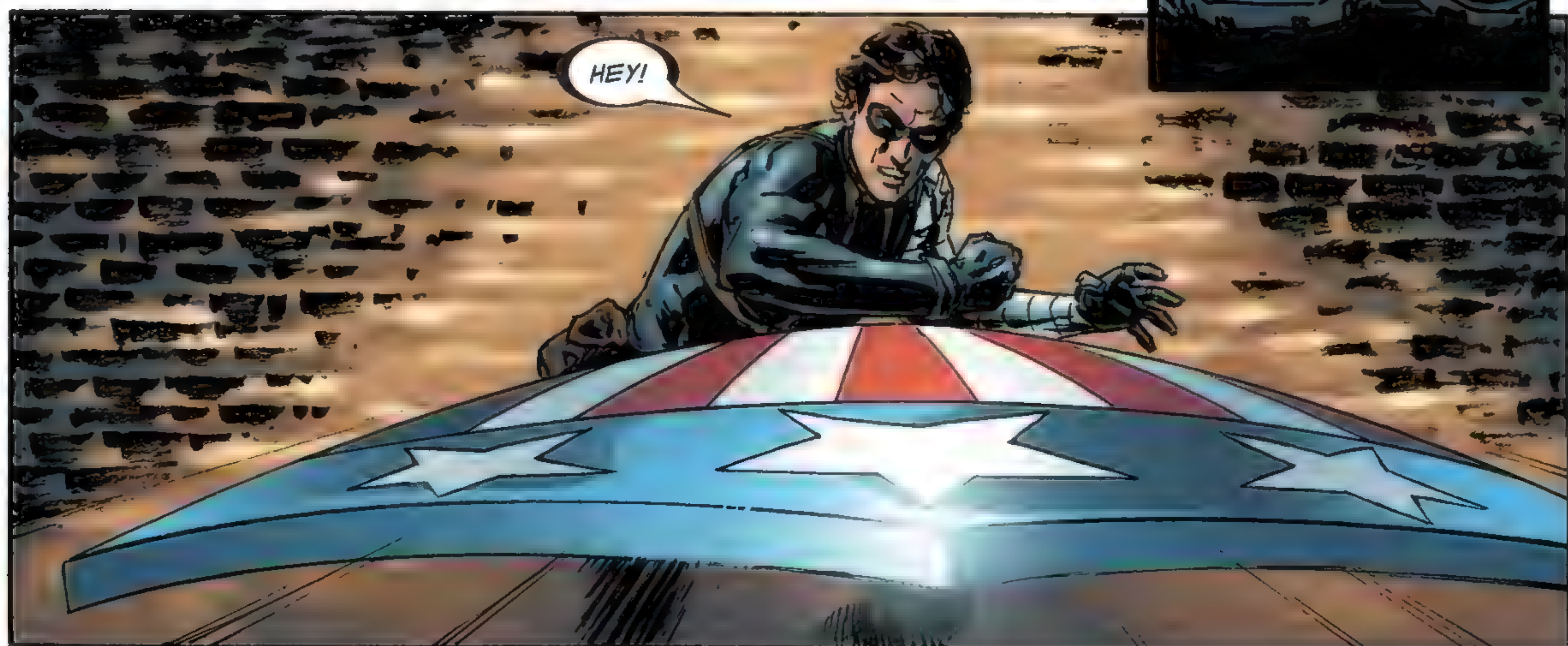
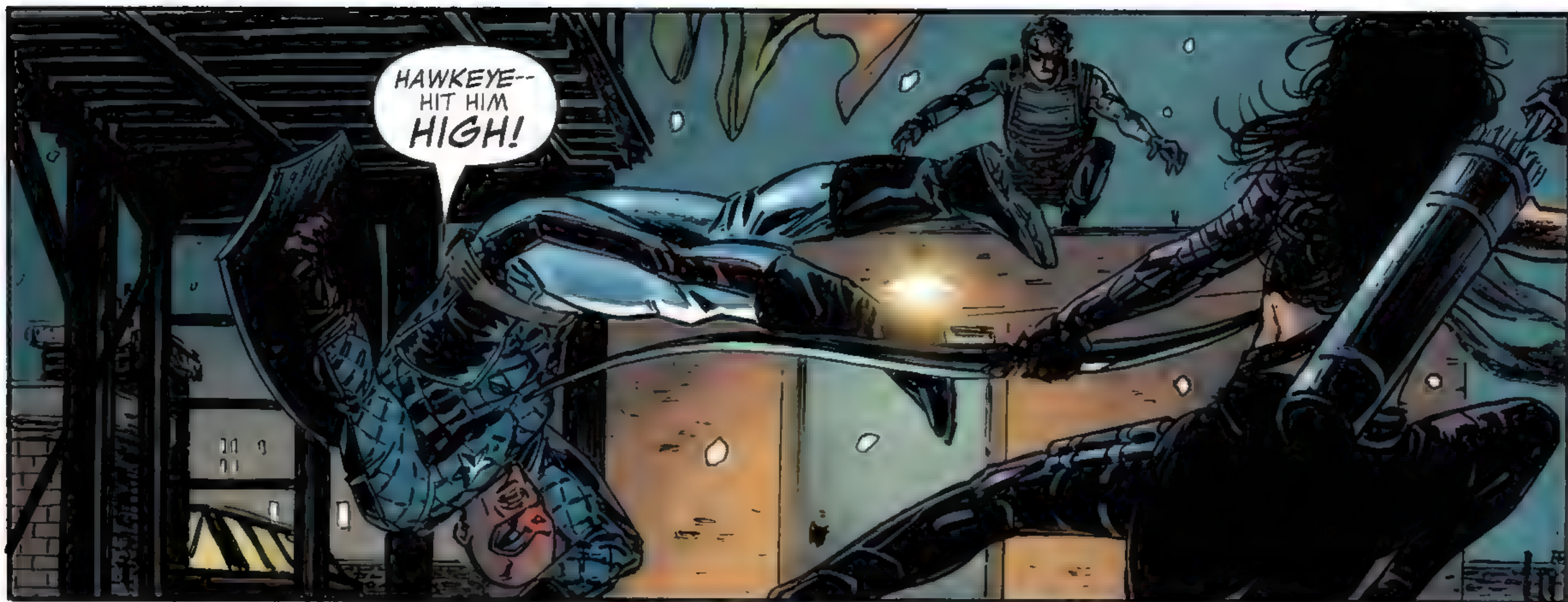
THERE ARE THREE VARIABLES THAT I STILL NEED TO--

HEY...

...I WOULDN'T DO THAT IF I WERE YOU.

CORRECTION: FOUR VARIABLES.









YOU
HURT MY
FRIEND.

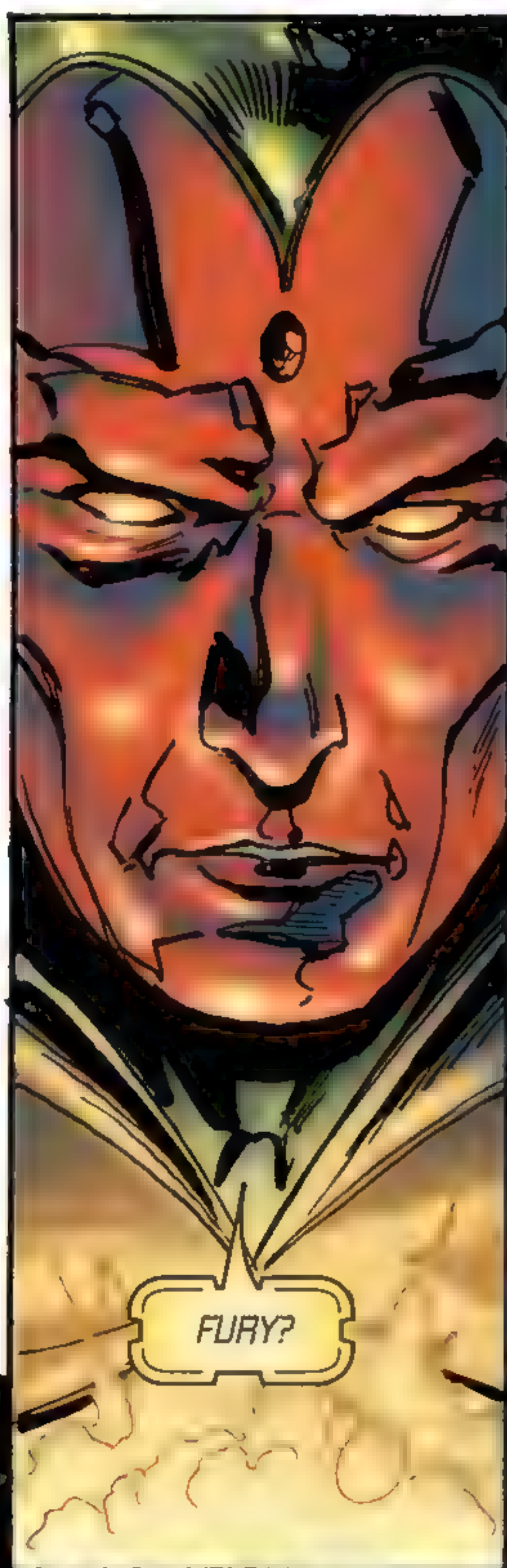
NOT AS
MUCH AS I'M
GOING TO
HURT...YOU...

...IF YOU
DON'T TAKE YOUR
HANDS...OUT OF
MY INSIDES...



CAN'T YOU
IDIOTS EVEN TELL...
WHO THE **ENEMY** IS
ANYMORE...?

NICK FURY
SENT ME TO
STOP YOU...FROM
STEPPING IN
HIS MESS...



FURY?



PROVE
IT.

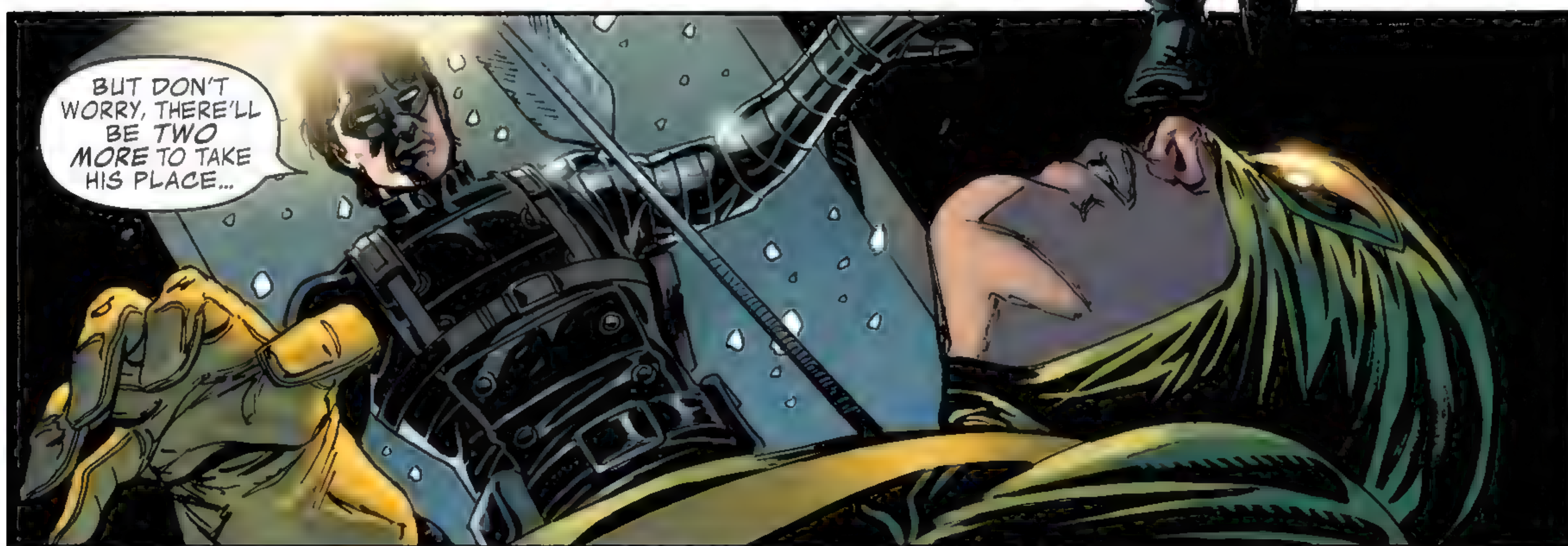
I THINK I
PROVED IT BY
NOT TAKING YOUR
GIRLFRIEND'S HEAD
OFF WITH CAP'S
OLD SHIELD...

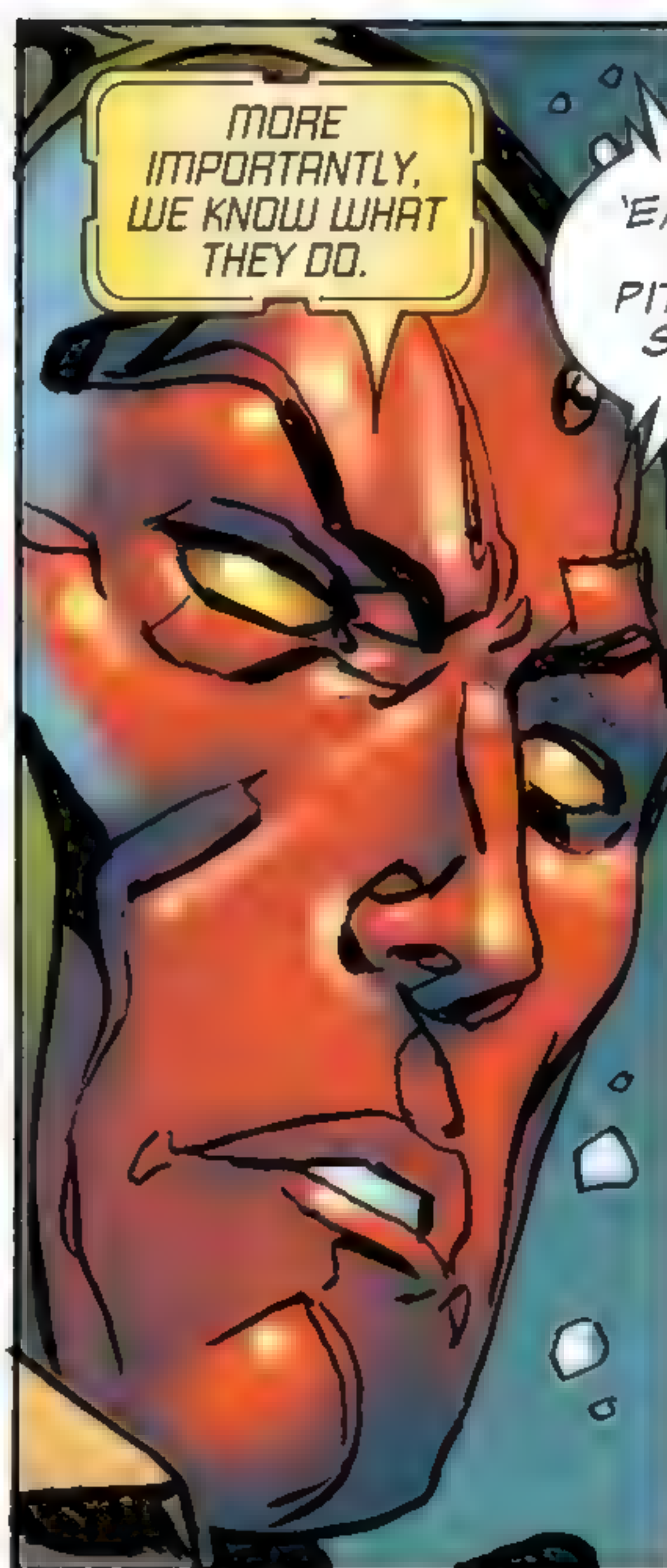


WHAT DO
YOU SAY, KATE...
DO I HIT SOFT
ENOUGH TO BE
A FRIENDLY?

LEAVE
HIM ALONE,
I'M FINE.









ALL RIGHT,
BUT WE DO THIS
FAST, AND YOU FOLLOW
MY ORDERS...TO
THE LETTER.

I JUST
SAID WE
WOULDN'T KILL
ANYBODY.



THEN LET'S
SERIOUSLY
HOPE YOU DON'T
HAVE TO.

BUT DON'T
IMAGINE FOR A
SECOND THAT HYDRA
WILL HESITATE TO
SNUFF YOU
OUT, GIRL...



HEY, JUST
ONE QUESTION
BEFORE WE
FOLLOW YOU
INTO BATTLE...

WHO THE
HELL ARE
YOU?

NO ONE
YOU REALLY
WANT TO
KNOW, ELI...



OKAY...

LET'S
DO THIS.

FURY'S
RIGHT, AS
USUAL...

...THE KIDS
ARE GOOD. CLEARLY
STEVE'S BEEN GIVING
THEM POINTERS.

THEY COULD
STILL USE MORE
TRAINING...

...AND SOME
FINE-TUNING OF
THEIR TACTICAL
TEAMWORK...

...BUT THEIR
INSTINCTS ARE
SHARP. THEY DON'T
HESITATE...

...AND THEY'RE
JUST AFRAID
ENOUGH TO NOT BE
OVERCONFIDENT.





IT FEELS WEIRD
TO BE THE ONE
GIVING THE ORDERS
LIKE THIS...

...AFTER SO
MANY YEARS
FOLLOWING
THEM.



AND SO
MANY MORE
ON MY OWN...

...FLYING SOLO
UNDERGROUND,
WORKING FOR
THE ENEMY.



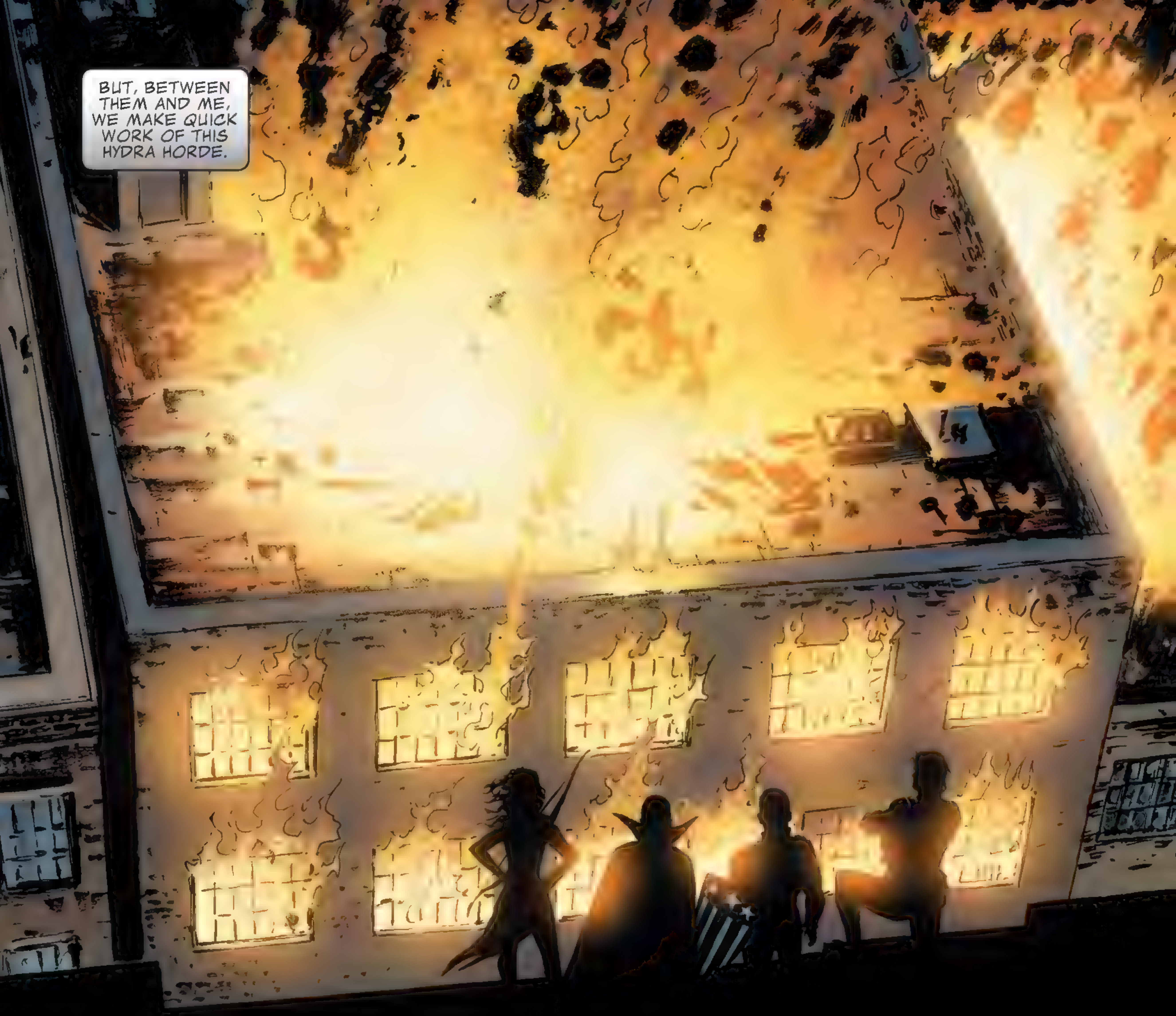
NOW SUDDENLY
I'M LEADING A TEAM
OF KIDS INTO BATTLE
AGAINST FASCIST
TERRORISTS.



FURY WAS RIGHT
ABOUT SOMETHING
ELSE, TOO. THEY
DO REMIND ME
OF SOMEBODY...

...JUST NOT
WHO HE
THOUGHT.

BUT, BETWEEN
THEM AND ME,
WE MAKE QUICK
WORK OF THIS
HYDRA HORDE.



ALL RIGHT,
KIDS. NOW
VANISH...

...BEFORE S.H.I.E.L.D.
AND MISS MARVEL
SHOW UP TO REMIND
YOU WHAT A BUNCH
OF PANSIES HYDRA
REALLY IS.

DID YOU
SERIOUSLY
JUST SAY
PANSIES?





SERIOUSLY?
WHAT CENTURY
ARE YOU
FROM?
THAT IS JUST
SO INSENSITIVE.
SOME OF OUR
BEST FRIENDS
ARE--

I MEANT
WIMPS...



WHAT
CAN I SAY?
I'M NOT
FROM AROUND
HERE.



NOW GET
MOVING...ALL
OF YOU.

I'M
NOT BAILING
YOU OUT
AGAIN.



HOW
INTERESTING. I
NEVER WOULD HAVE
GUESSED.

WHAT?



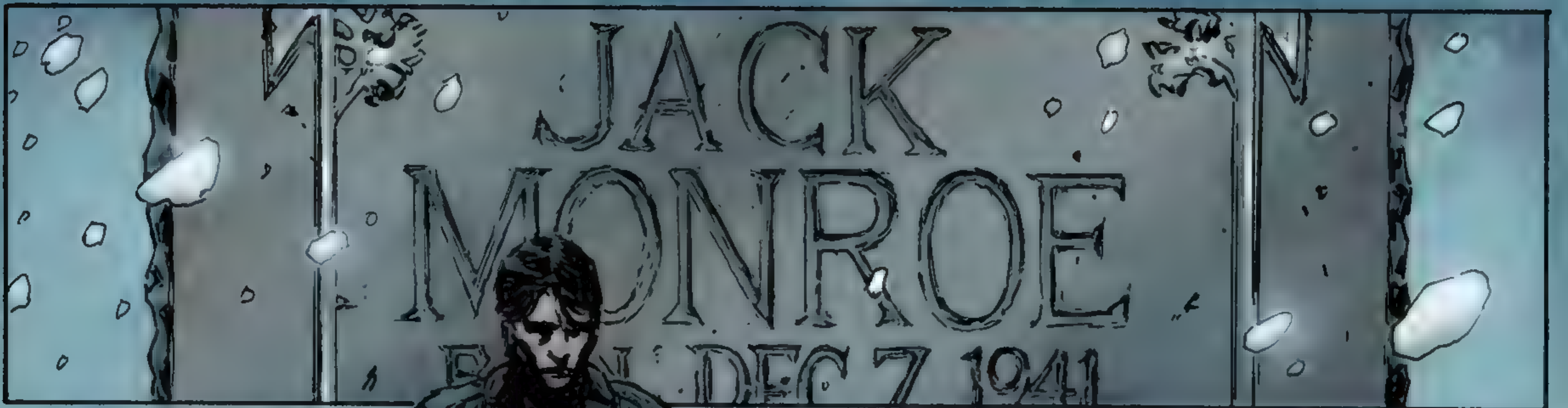
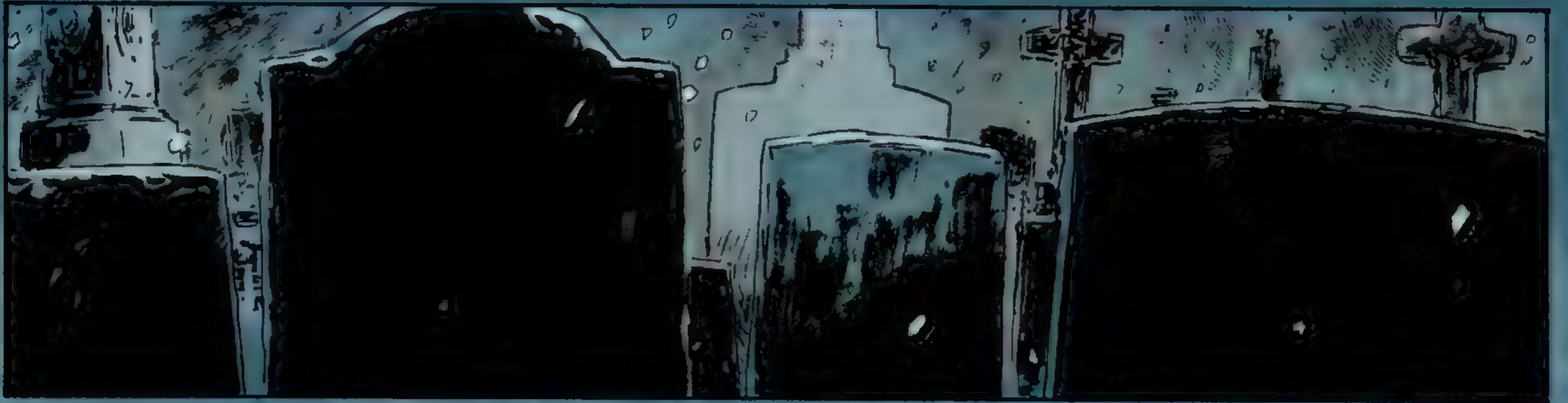
I'VE JUST RUN
A COMPARISON FACE AND
COMBAT MOVEMENT ANALYSIS
THROUGH THE OLD
AVENGERS DATABASE...

...IN AN ATTEMPT
TO ASCERTAIN
THE IDENTITY OF
OUR NEW FRIEND.



WHO?

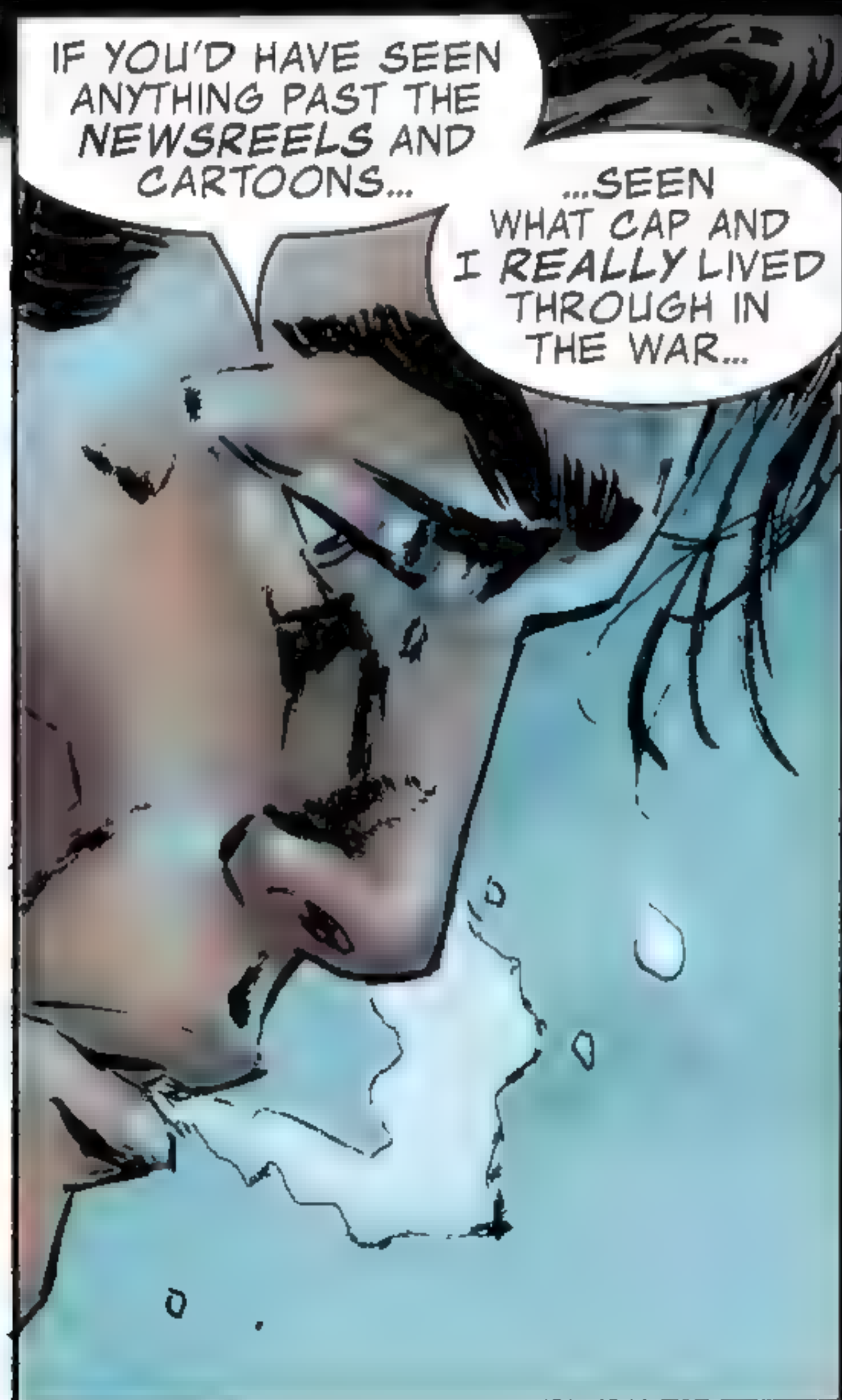
WHO
IS HE?





BUT I'M
SORRY...THAT I
KILLED YOU...

...AND SORRY
YOUR WHOLE LIFE
WAS SO DAMNED
HARD BECAUSE
YOU WANTED
TO BE ME.



IF YOU'D HAVE SEEN
ANYTHING PAST THE
NEWSREELS AND
CARTOONS...

...SEEN
WHAT CAP AND
I REALLY LIVED
THROUGH IN
THE WAR...

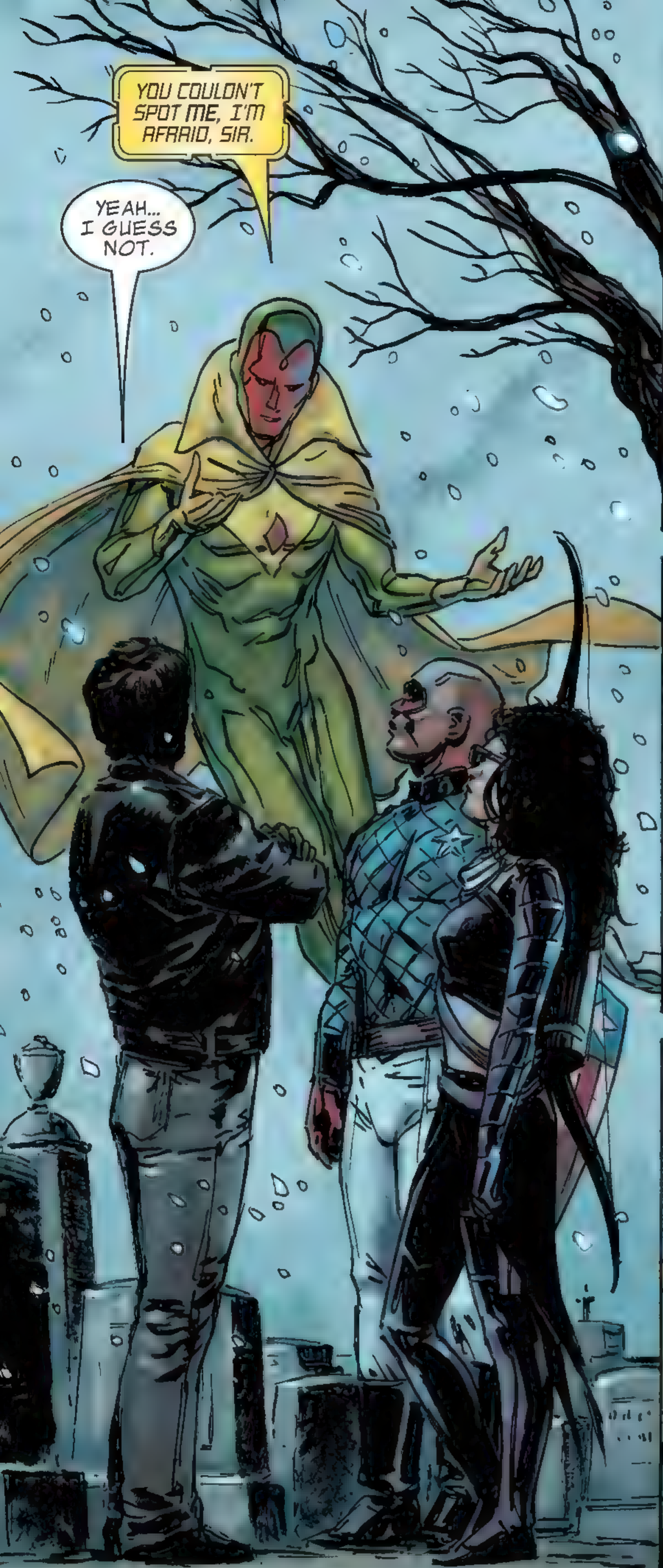


...MAYBE THINGS
WOULDN'T HAVE
BEEN
DIFFERENT.

MAYBE YOU
WOULDN'T HAVE
THROWN YOUR
LIFE AWAY ON
A FANTASY...







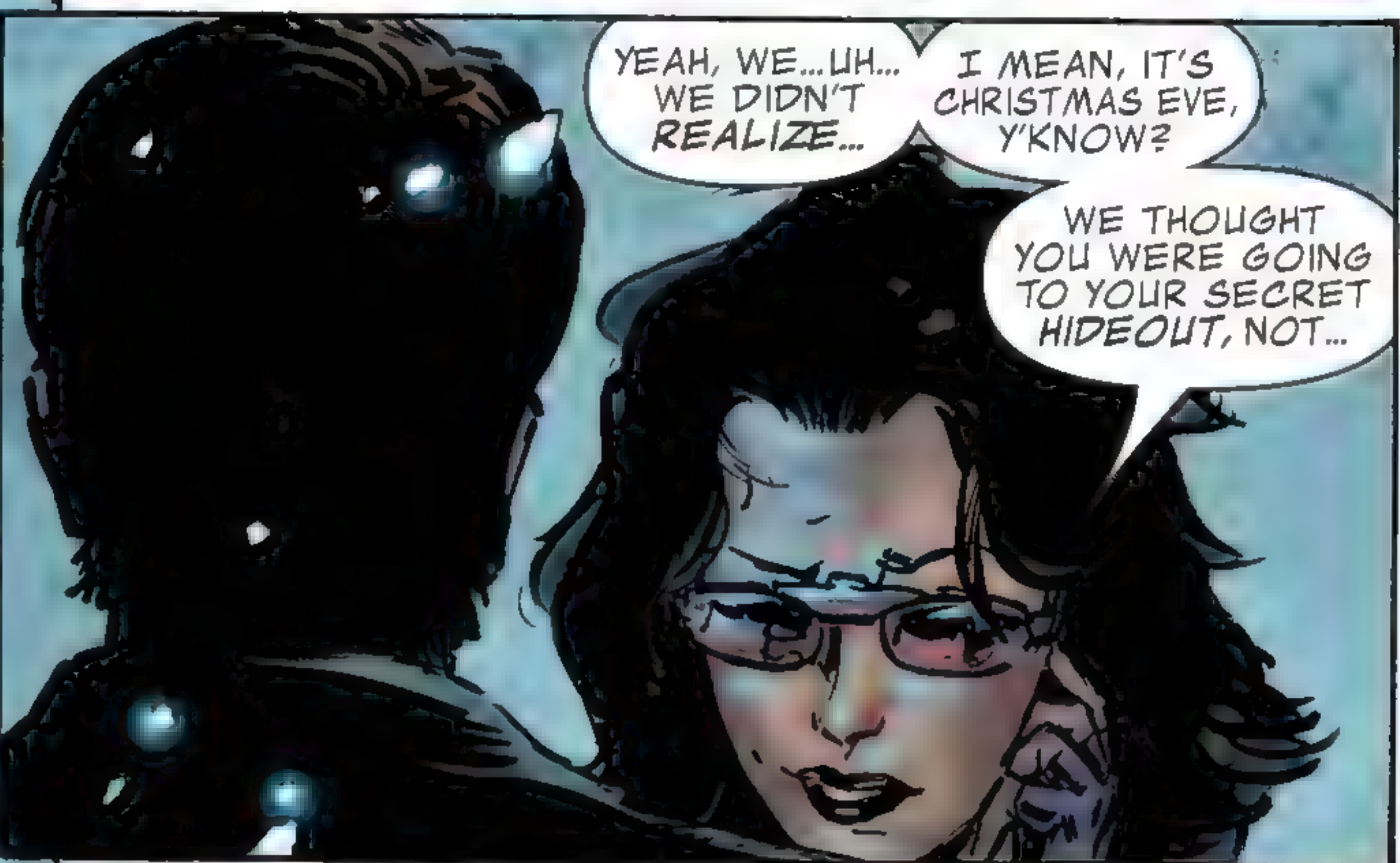
YOU COULDN'T SPOT ME, I'M AFRAID, SIR.

YEAH... I GUESS NOT.



THAT STILL DOESN'T EXPLAIN WHY YOU'RE HERE.

INTRUDING ON WHAT IS CLEARLY A PRIVATE MOMENT.



YEAH, WE...UH... WE DIDN'T REALIZE...

I MEAN, IT'S CHRISTMAS EVE, Y'KNOW?

WE THOUGHT YOU WERE GOING TO YOUR SECRET HIDEOUT, NOT...



I APOLOGIZE, SIR. IT'S MY FAULT.

I SHOULD HAVE KEPT IT TO MYSELF, SIR.

WHY IS HE CALLING ME "SIR"?



HE...WELL, THAT IS TO SAY, THE VISION HAS A DATABASE IN HIS HARD DRIVE.

THE AVENGERS DATABASE, LIKE, A BACKUP, FROM BEFORE...THE OLD AVENGERS...AND--



WE KNOW WHO YOU REALLY ARE, MR. BARNES.



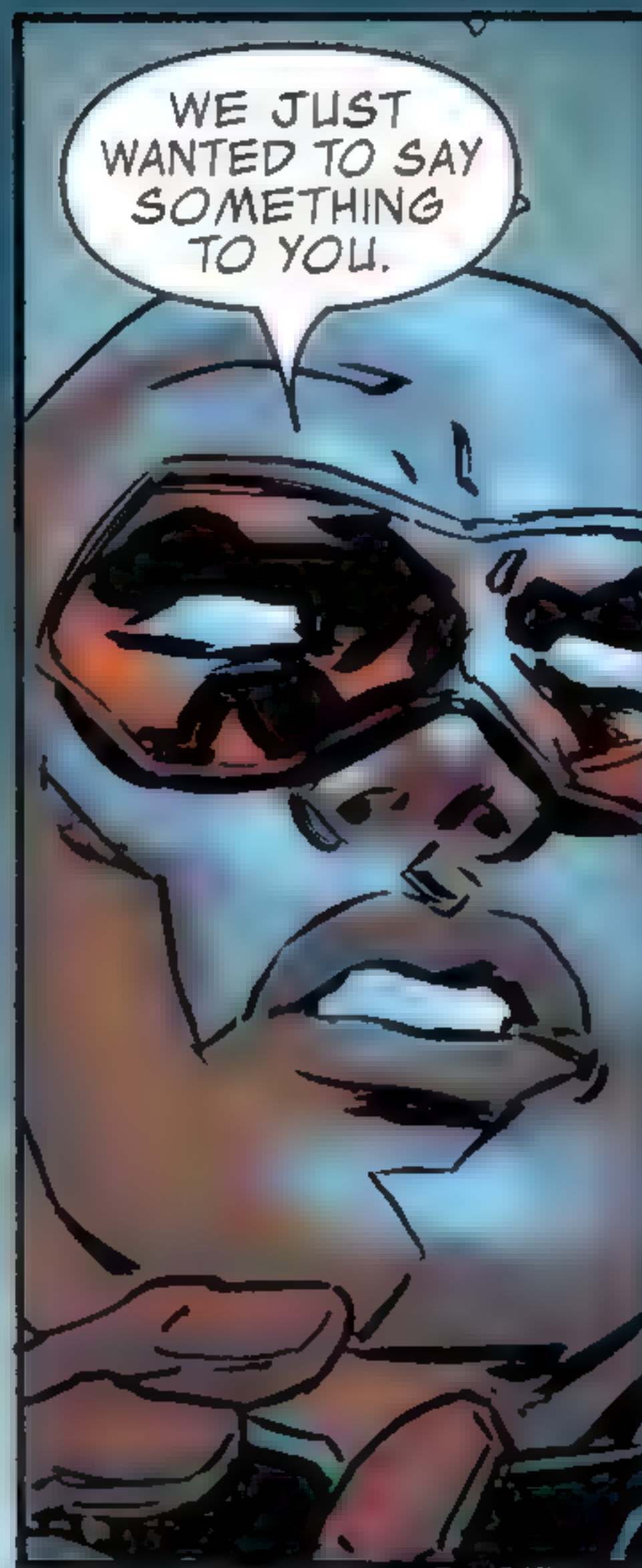
NO,
ELI...YOU
DON'T.



LOOK, WE
DIDN'T COME
HERE TO
INTRUDE,
OR TO BUG
YOU WITH
QUESTIONS...

LIKE, YOU
KNOW...WHY
YOU'RE HERE,
AND NOT
DEAD...

WHICH
WE REALLY
WOULD LIKE
TO KNOW.



WE JUST
WANTED TO SAY
SOMETHING
TO YOU.



AND
WHAT'S
THAT?



IT WAS
AN HONOR,
BUCKY.

FOR ALL
OF US.



MAN...I
GUESS, UH...
THANKS...



SO,
WHAT ARE
YOU DOING
HERE?

WHO'S JACK
MONROE?

SOMEONE
I NEEDED TO
APOLOGIZE
TO.



AND YOU CAME
OUT HERE FOR THAT
ON CHRISTMAS
EVE?

KATE!
LEAVE HIM
ALONE.



IT'S
OKAY...THAT,
AT LEAST,
I HAVE AN
ANSWER
FOR.

SEE...FOR
ME, CHRISTMAS
HAS ALWAYS BEEN
ABOUT LOOKING
BACK...ON THE
GOOD THINGS AND
THE BAD.



THIS WAS
ONE OF THE
BAD...THE
GOOD IS STILL
TO COME.



THAT'S A
WEIRD WAY TO
CELEBRATE
CHRISTMAS.

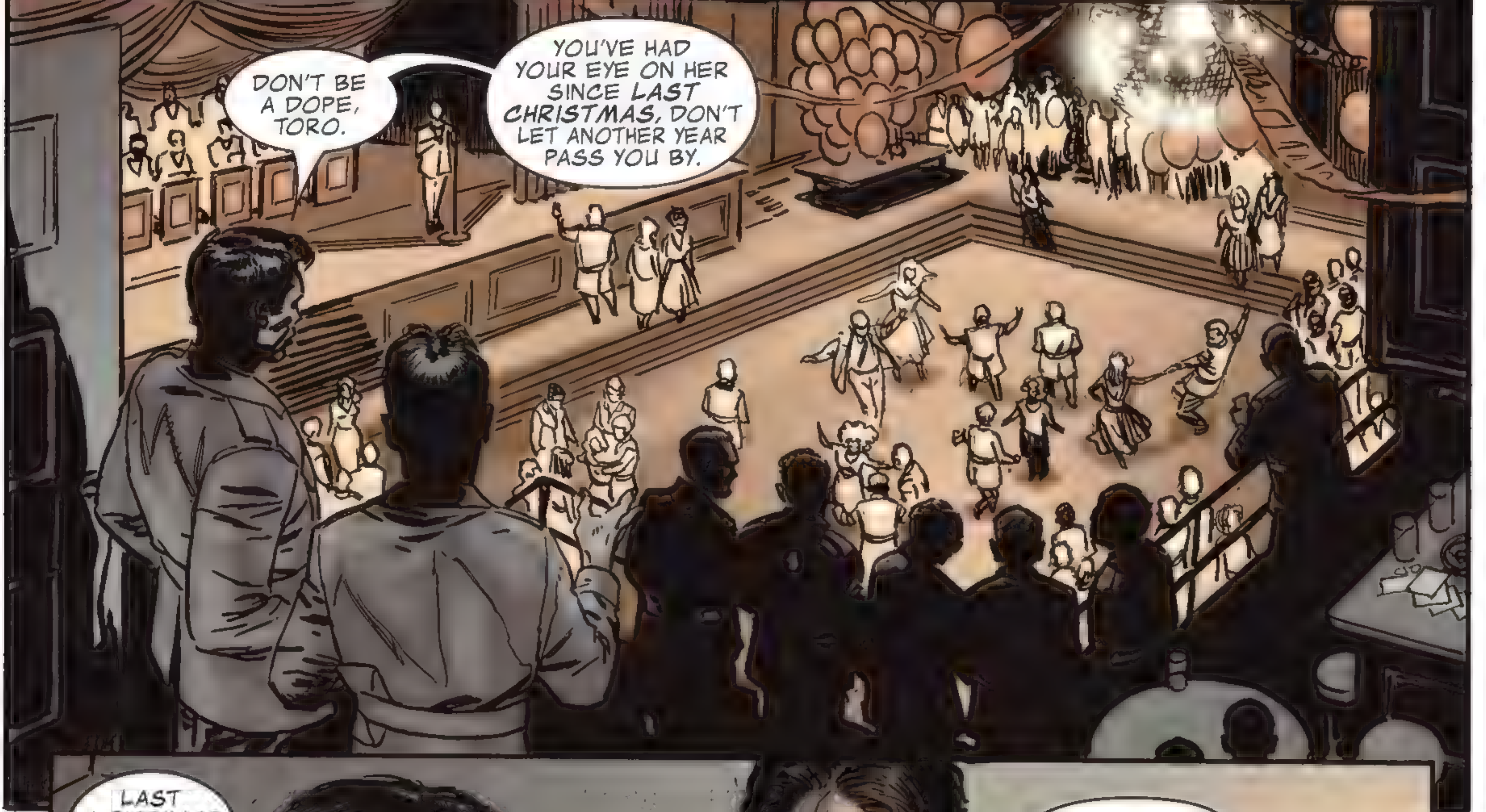
NOT MUCH
WEIRDER THAN
LEAPING AROUND
ROOFTOPS
LOOKING FOR BAD
GUYS, BUT YEAH,
IT'S DIFFERENT...

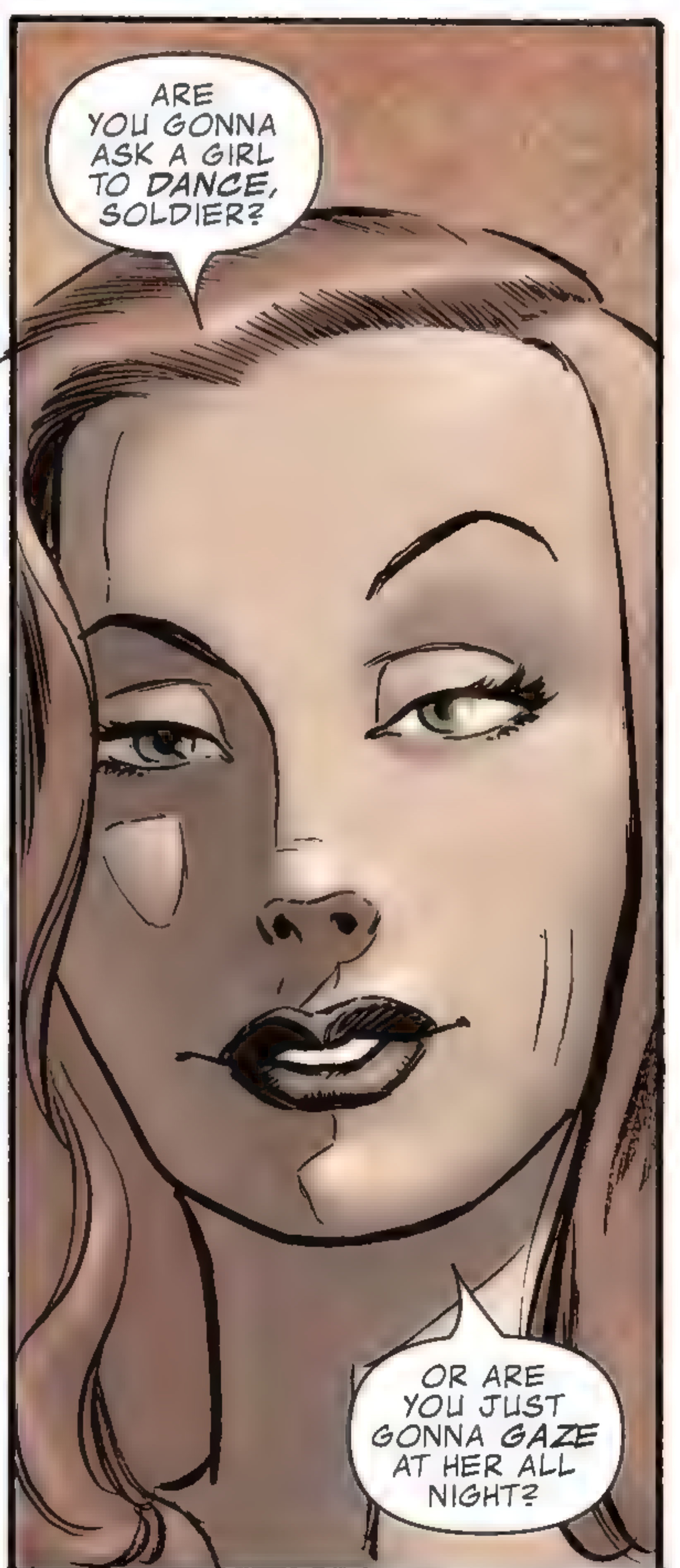
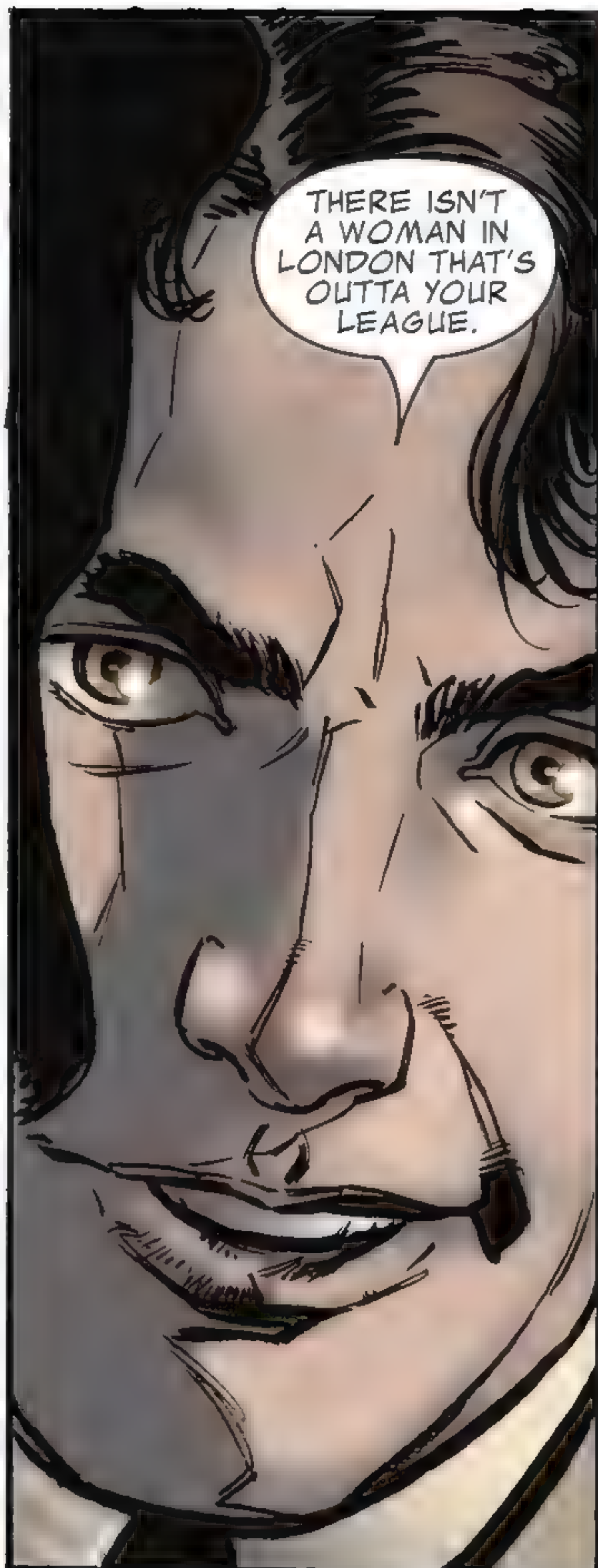
MY DAD
DIED IN A
TRAINING
EXERCISE
RIGHT BEFORE
CHRISTMAS IN
1937, SO...



OH MY
GOD...I AM
JUST THE QUEEN
OF NOT KNOWING
WHEN TO SHUT
UP TONIGHT.











NO, I JUST DECIDED YOU WERE RIGHT, AND THAT I DESERVED A NIGHT OFF...

IT IS CHRISTMAS, AFTER ALL.

THE WAR WILL STILL BE THERE.

WOW.



STEVE ROGERS DECIDES TO HAVE FUN...

...IT'S NOT JUST CHRISTMAS...IT'S A CHRISTMAS MIRACLE.



STOP. I HAVE FUN.

WHEN?

REMEMBER WHEN I PUNCHED HITLER? THAT WAS FUN.

YEAH, OKAY.



ALRIGHT, BROTHER, C'MON...GRAB A PARTNER. I'VE GOT A PLAN.

WHAT IS IT?

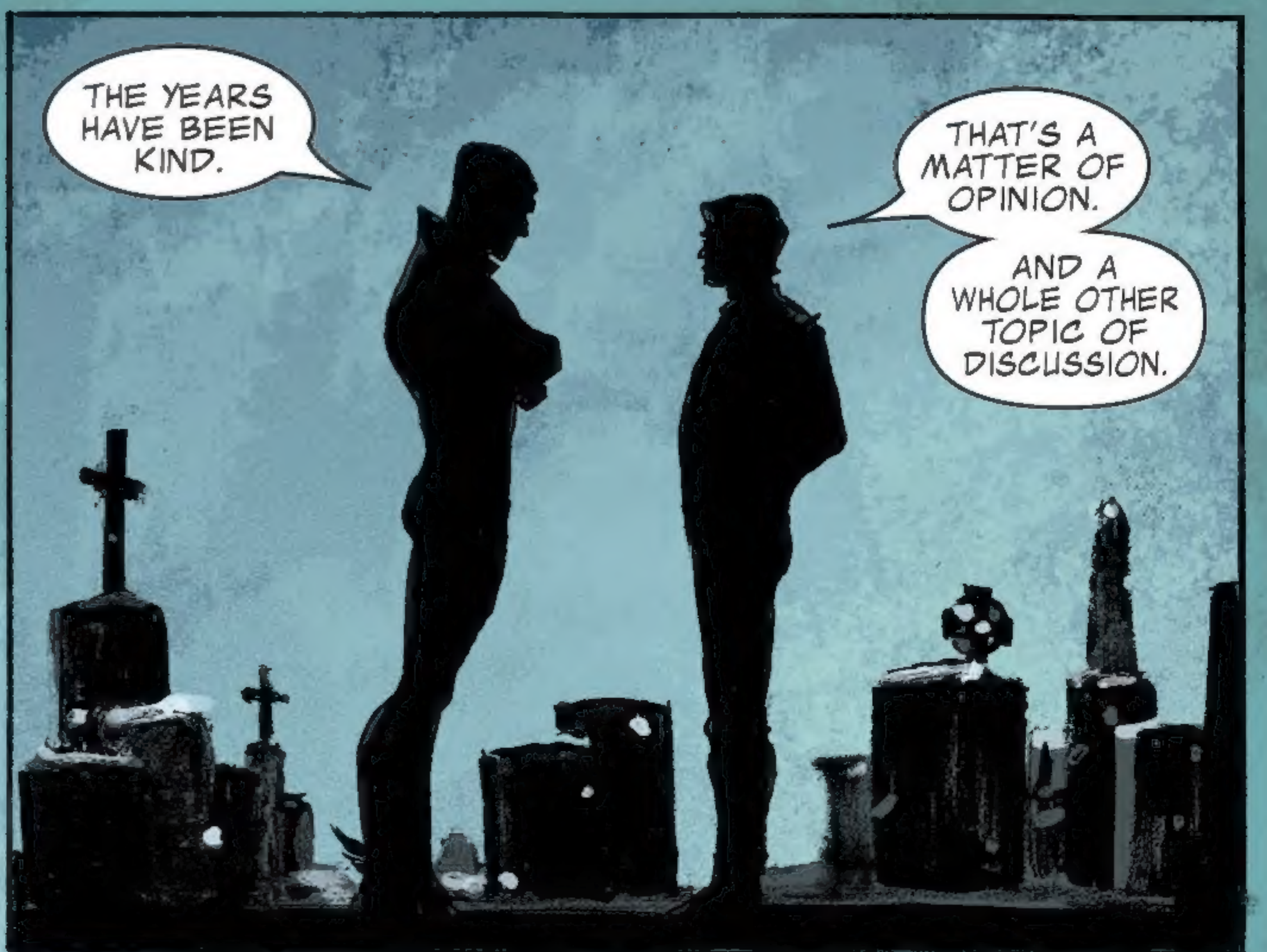
SEE THAT MISTLETOE OVER THERE, BY THE BAR?

YEAH.



WELL, WE'RE GONNA MAKE SURE TORO AND HIS LITTLE RED-HAIRED GIRL END UP UNDER IT.

HE MAY HAVE LEFT A BOY, BUT DAMN IT, HE'S COMING HOME A MAN.





BUT THANKS FOR
SHOWING UP, AND FOR
NOT ASKING A LOT
OF QUESTIONS.

I'VE HAD
MY OWN
EXPERIENCES
WITH MISSING
TIME, BOY.

I HAVE
NO NEED
TO LISTEN TO
YOU RECOUNT
YOURS.



YOU KNOW
WHAT, NAMOR?
IT'S REALLY
GOOD TO
SEE YOU.

GOOD TO
KNOW NOT
EVERYTHING HAS
CHANGED.



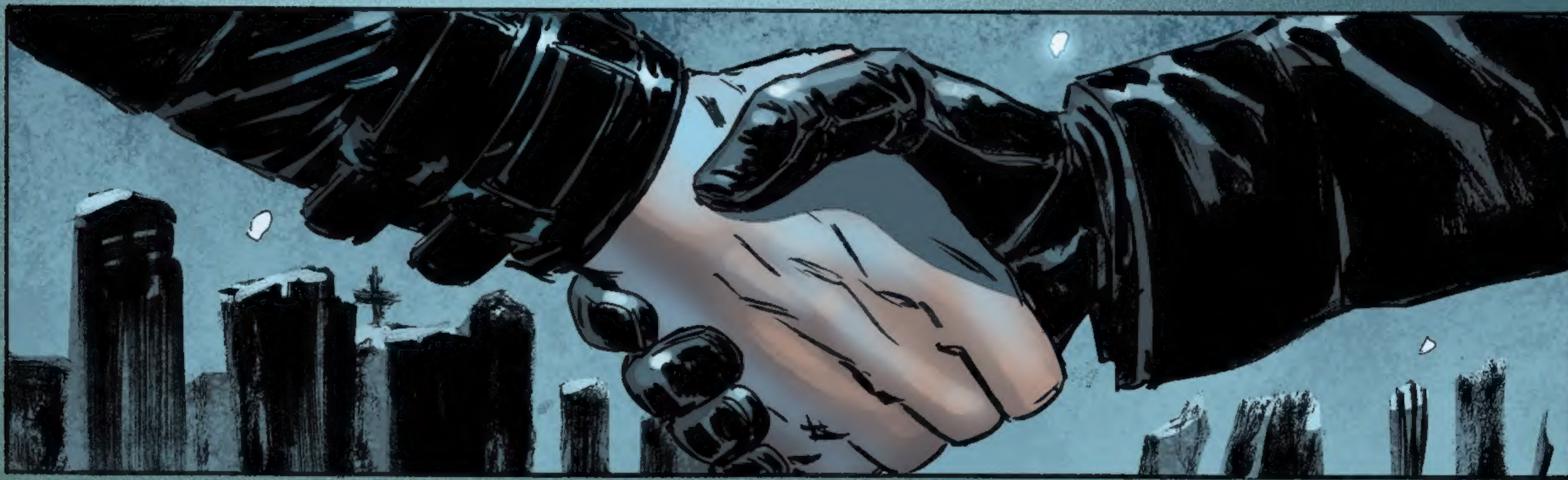
ENOUGH
OF THESE
PLEASANTRIES.

AND IF
YOU ATTEMPT
TO GIVE ME A
CRISS-MASS PRESENT,
I WILL BREAK
YOUR ARMS.

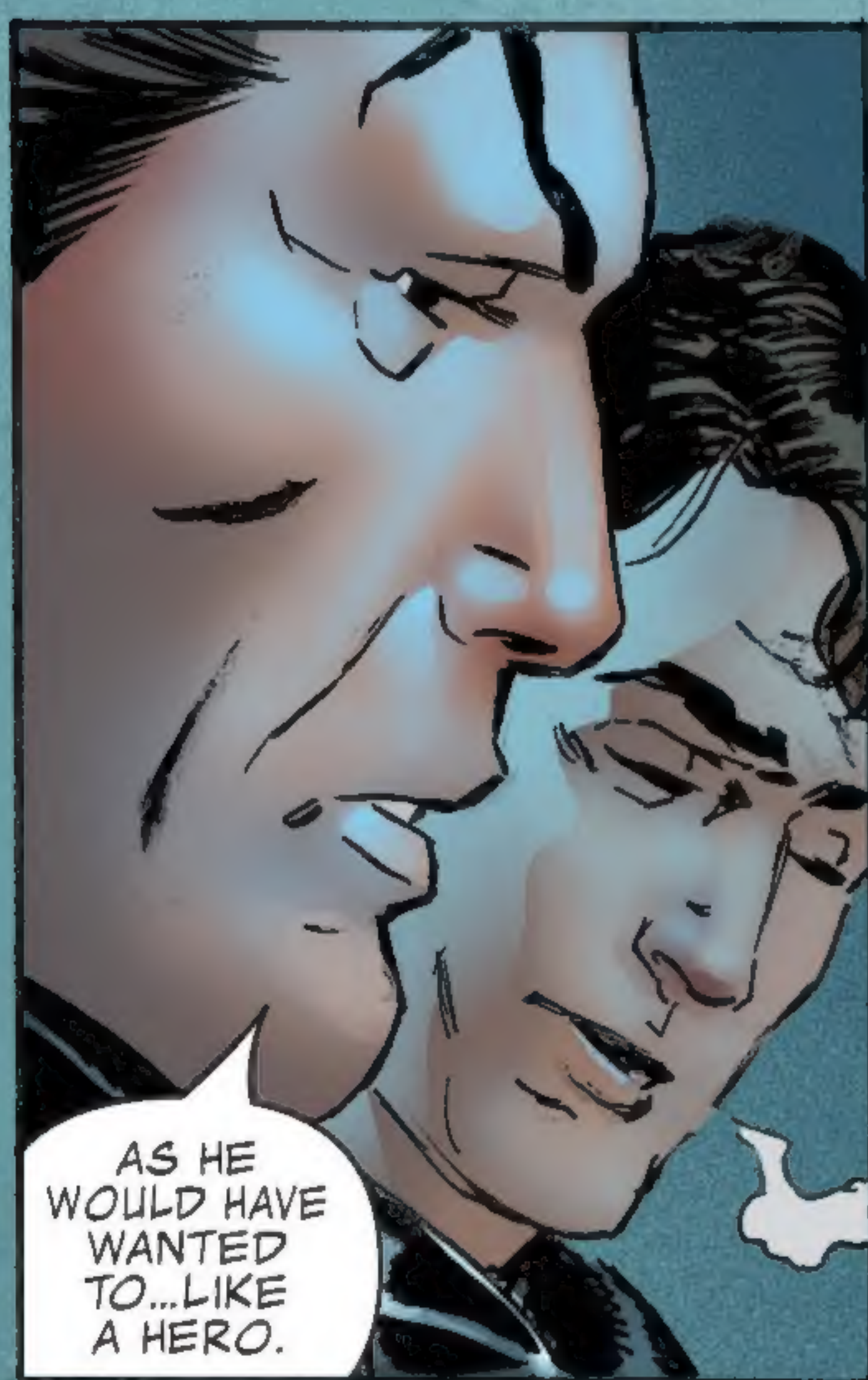


I SWEAR,
I'M ONLY
PACKING
HEAT.

THEN I'M
NOT UNHAPPY
THAT YOU'RE
NOT DEAD.



YOU'VE
SEEN THE
GRAVE?



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